


| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING | | | | | | FORM 3 AMENDED REPORT <input type="checkbox"/> | | | | |
|---|------------------|--------------------|--|---|--|---|--|-----------------|--------------|---------------|
| APPLICATION FOR PERMIT TO DRILL | | | | | | 1. WELL NAME and NUMBER 14-26D-37 BTR | | | | |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | | | | | 3. FIELD OR WILDCAT CEDAR RIM | | | | |
| 4. TYPE OF WELL Oil Well Coalbed Methane Well: NO | | | | | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME | | | | |
| 6. NAME OF OPERATOR BILL BARRETT CORP | | | | | | 7. OPERATOR PHONE 303 312-8164 | | | | |
| 8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202 | | | | | | 9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com | | | | |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 1420H626420 | | | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> | | | 12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> | | | | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') Ronald & Janet Jenkins | | | | | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') 801-756-2905 | | | | |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') PO Box 515, Duchesne, UT 84021 | | | | | | 16. SURFACE OWNER E-MAIL (if box 12 = 'fee') | | | | |
| 17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') | | | 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | | | 19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/> | | | | |
| 20. LOCATION OF WELL | | FOOTAGES | | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN | | |
| LOCATION AT SURFACE | | 446 FSL 2603 FWL | | SESW | 26 | 3.0 S | 7.0 W | U | | |
| Top of Uppermost Producing Zone | | 805 FSL 1979 FWL | | SESW | 26 | 3.0 S | 7.0 W | U | | |
| At Total Depth | | 810 FSL 1980 FWL | | SESW | 26 | 3.0 S | 7.0 W | U | | |
| 21. COUNTY DUCHESNE | | | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 810 | | | 23. NUMBER OF ACRES IN DRILLING UNIT 640 | | | | |
| | | | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1785 | | | 26. PROPOSED DEPTH MD: 9989 TVD: 9900 | | | | |
| 27. ELEVATION - GROUND LEVEL 6766 | | | 28. BOND NUMBER LPM8874725 | | | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180 | | | | |
| Hole, Casing, and Cement Information | | | | | | | | | | |
| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
| Cond | 26 | 16 | 0 - 80 | 65.0 | Unknown | 8.8 | No Used | 0 | 0.0 | 0.0 |
| Surf | 12.25 | 9.625 | 0 - 3100 | 36.0 | J-55 ST&C | 8.8 | Halliburton Light , Type Unknown | 470 | 3.16 | 11.0 |
| | | | | | | | Halliburton Premium , Type Unknown | 210 | 1.36 | 14.8 |
| Prod | 8.75 | 9.625 | 0 - 9989 | 17.0 | P-110 LT&C | 9.6 | Unknown | 670 | 2.31 | 11.0 |
| | | | | | | | Unknown | 910 | 1.42 | 13.5 |
| ATTACHMENTS | | | | | | | | | | |
| VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES | | | | | | | | | | |
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | | | | | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN | | | | | |
| <input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | | | | | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER | | | | | |
| <input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) | | | | | <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP | | | | | |
| NAME Venessa Langmacher | | | | TITLE Senior Permit Analyst | | | PHONE 303 312-8172 | | | |
| SIGNATURE | | | | DATE 10/23/2012 | | | EMAIL vlangmacher@billbarrettcorp.com | | | |
| API NUMBER ASSIGNED 43013518050000 | | | | APPROVAL  Permit Manager | | | | | | |

BILL BARRETT CORPORATION

DRILLING PLAN

14-26D-37 BTR

SE SW, 446' FSL and 2603' FWL, Section 26, T3S-R7W, USB&M (surface hole)

SE SW, 810' FSL and 1980' FWL, Section 26, T3S-R7W, USB&M (bottom hole)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

| <u>Formation</u> | <u>Depth – MD</u> | <u>Depth - TVD</u> |
|-------------------------|--------------------------|---------------------------|
| Green River | 3,320' | 3,320' |
| Mahogany | 4,113' | 4,105' |
| Lower Green River* | 5,468' | 5,405' |
| Douglas Creek | 6,352' | 6,265' |
| Black Shale | 7,124' | 7,035' |
| Castle Peak | 7,309' | 7,220' |
| Uteland Butte | 7,674' | 7,585' |
| Wasatch* | 8,069' | 7,980' |
| TD | 9,989' | 9,900' |

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

Base of Useable Water = 1,330'

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 3,100' | NU Diverter or Rotating Head |
| 3,100' – TD | 11" 5000# Ram Type BOP 11" 5000# Annular BOP |
| - Drilling spool to accommodate choke and kill lines; | |
| - Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2; | |
| - The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests. | |
| - BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner. | |

4. Casing Program

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 3,100' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 8 3/4" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
Drilling Program
14-26D-37 BTR
Duchesne County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 470 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 2,600' |
| 5 1/2" Production Casing | Lead: 670 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 2,600' Tail: 910 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 6,624' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss</u> <u>(API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 3,100' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 3,100' – TD | 8.6 – 9.6 | 42-52 | 20 cc or less | DAP Polymer Fluid System |
| Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag. | | | | |

7. Testing, Logging and Core Programs

| | |
|----------|---|
| Cores | None anticipated; |
| Testing | None anticipated; drill stem tests may be run on shows of interest; |
| Sampling | 30' to 50' samples; surface casing to TD. Preserve samples all show intervals; |
| Surveys | MWD as needed to land wellbore; |
| Logging | DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion. |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4942 psi* and maximum anticipated surface pressure equals approximately 2764 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
14-26D-37 BTR
Duchesne County, Utah

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W water right number 43-180.

11. Drilling Schedule

Location Construction: June 2013
Spud: June 2013
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 14-26D-37 BTR

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 3,100' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 9.625" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1425.0 | ft ³ |
| Lead Fill: | 2,600' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

| | | |
|--------------|------|---------------------|
| Lead Yield: | 3.16 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Lead: | 0' | |

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 470 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 2,600' | |

| | |
|--------------|-----|
| # SK's Tail: | 210 |
|--------------|-----|

Production Hole Data:

| | |
|----------------|--------|
| Total Depth: | 9,989' |
| Top of Cement: | 2,600' |
| Top of Tail: | 6,624' |
| OD of Hole: | 8.750" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1524.7 | ft ³ |
| Lead Fill: | 4,024' | |
| Tail Volume: | 1275.1 | ft ³ |
| Tail Fill: | 3,365' | |

Cement Data:

| | | |
|-------------|------|---------------------|
| Lead Yield: | 2.31 | ft ³ /sk |
| Tail Yield: | 1.42 | ft ³ /sk |
| % Excess: | 50% | |

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 670 |
| # SK's Tail: | 910 |

| |
|---|
| 14-26D-37 BTR Proposed Cementing Program |
|---|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (2600' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 2,600' |
| | Volume: 253.78 bbl |
| | Proposed Sacks: 470 sks |
| Tail Cement - (TD - 2600') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 2,600' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|--------------------------------------|--|
| Lead Cement - (6624' - 2600') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 2,600' |
| | Calculated Fill: 4,024' |
| | Volume: 271.53 bbl |
| | Proposed Sacks: 670 sks |
| Tail Cement - (9989' - 6624') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 6,624' |
| | Calculated Fill: 3,365' |
| | Volume: 227.09 bbl |
| | Proposed Sacks: 910 sks |

T3S, R7W, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, #14-26D-37 BTR, located as shown in the SE 1/4 SW 1/4 of Section 26, T3S, R7W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

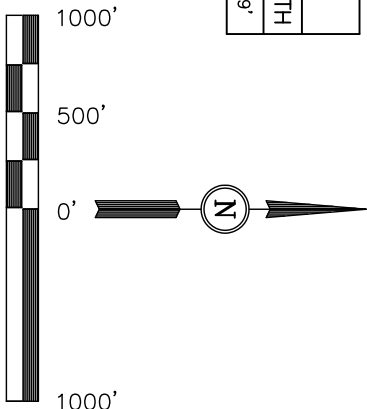
SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 36, T3S, R6W, U.S.B.&M., TAKEN FROM THE RABBITT GULCH, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5904 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE

| LINE | DIRECTION | LENGTH |
|------|-------------|---------|
| L1 | N59°59'22"W | 720.29' |



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
KAX
REGISTRATION NO. 161319
STATE OF UTAH

05-08-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

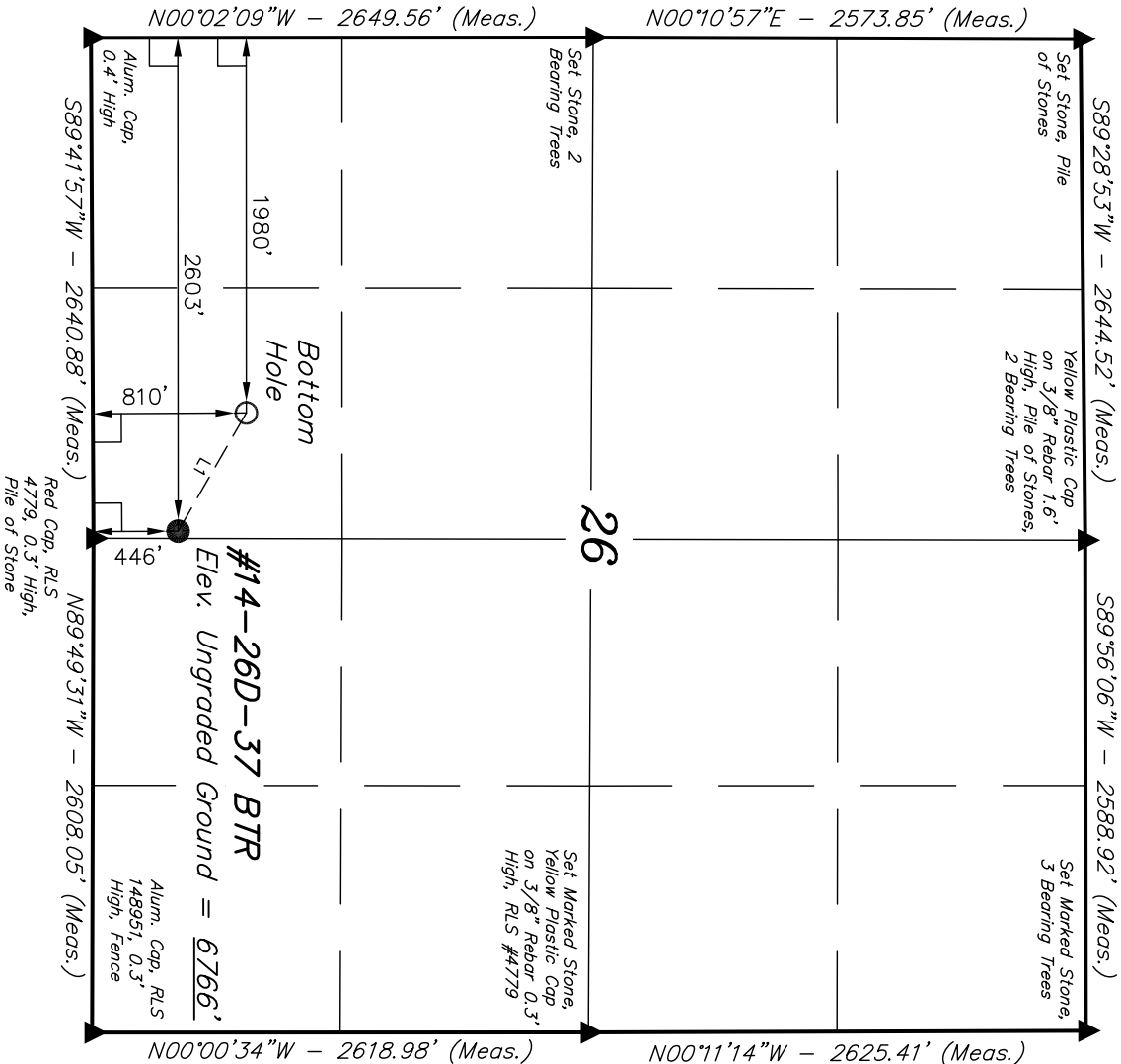
| | | |
|---------------------|----------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 04-23-12 | DATE DRAWN: 04-27-12 |
|---------------------|----------------------------|-------------------------|

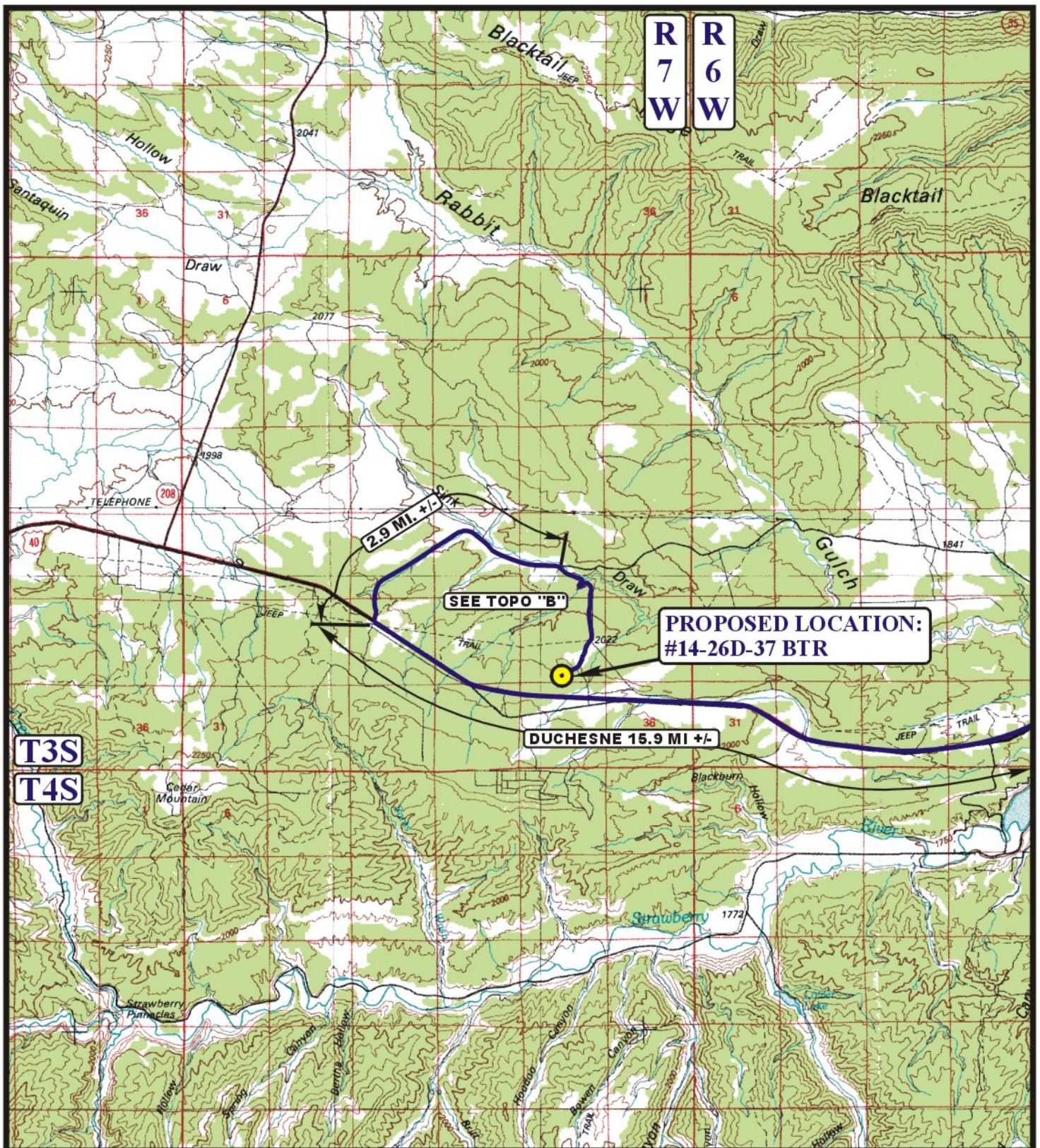
| | |
|------------------------|----------------------------------|
| PARTY T.A N.F. K.O. | REFERENCES G.L.O. PLAT |
| WEATHER WARM | FILE BILL BARRETT CORPORATION |

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED

| NAD 83 (TARGET BOTTOM HOLE) | | NAD 83 (SURFACE LOCATION) | |
|--|--|--|--|
| LATITUDE = 40°11'08.84" (40.185789) | | LATITUDE = 40°11'05.29" (40.184803) | |
| LONGITUDE = 110°38'43.24" (110.645344) | | LONGITUDE = 110°38'35.20" (110.643111) | |
| NAD 27 (TARGET BOTTOM HOLE) | | NAD 27 (SURFACE LOCATION) | |
| LATITUDE = 40°11'09.00" (40.185833) | | LATITUDE = 40°11'05.45" (40.184847) | |
| LONGITUDE = 110°38'40.68" (110.644633) | | LONGITUDE = 110°38'32.63" (110.642397) | |





LEGEND:

PROPOSED LOCATION

BILL BARRETT CORPORATION

#14-26D-37 BTR

SECTION 26, T3S, R7W, U.S.B.&M.

446' FSL 2603' FWL



Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



ACCESS ROAD
M A P

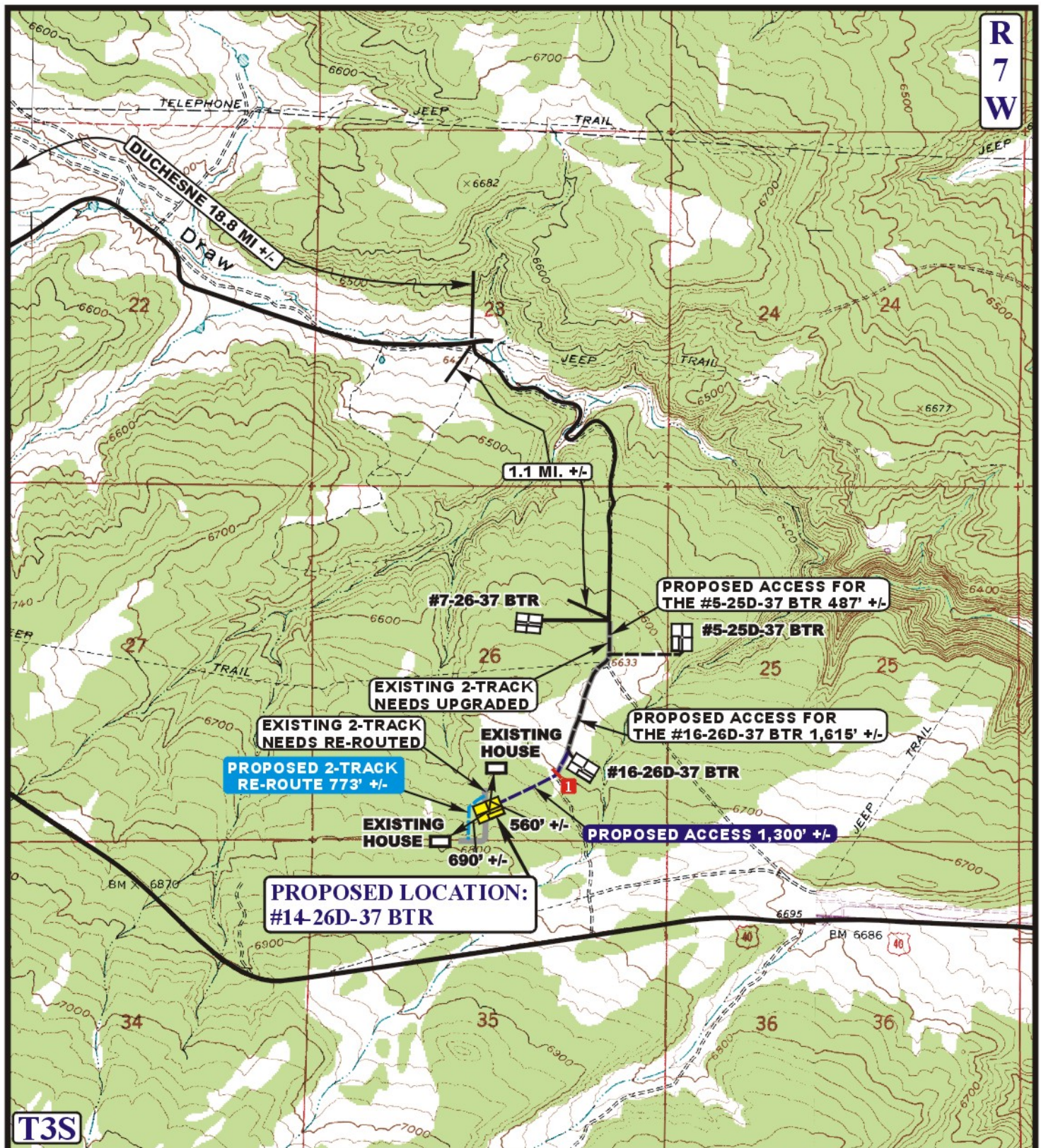
05 01 12
 MONTH DAY YEAR

SCALE: 1:100,000

DRAWN BY: C.I.

REVISED: 00-00-00





LEGEND:

- EXISTING ROAD
- - - PROPOSED ACCESS ROAD
- EXISTING 2-TRACK NEEDS UPGRADED
- 1** 18" CMP REQUIRED



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BILL BARRETT CORPORATION

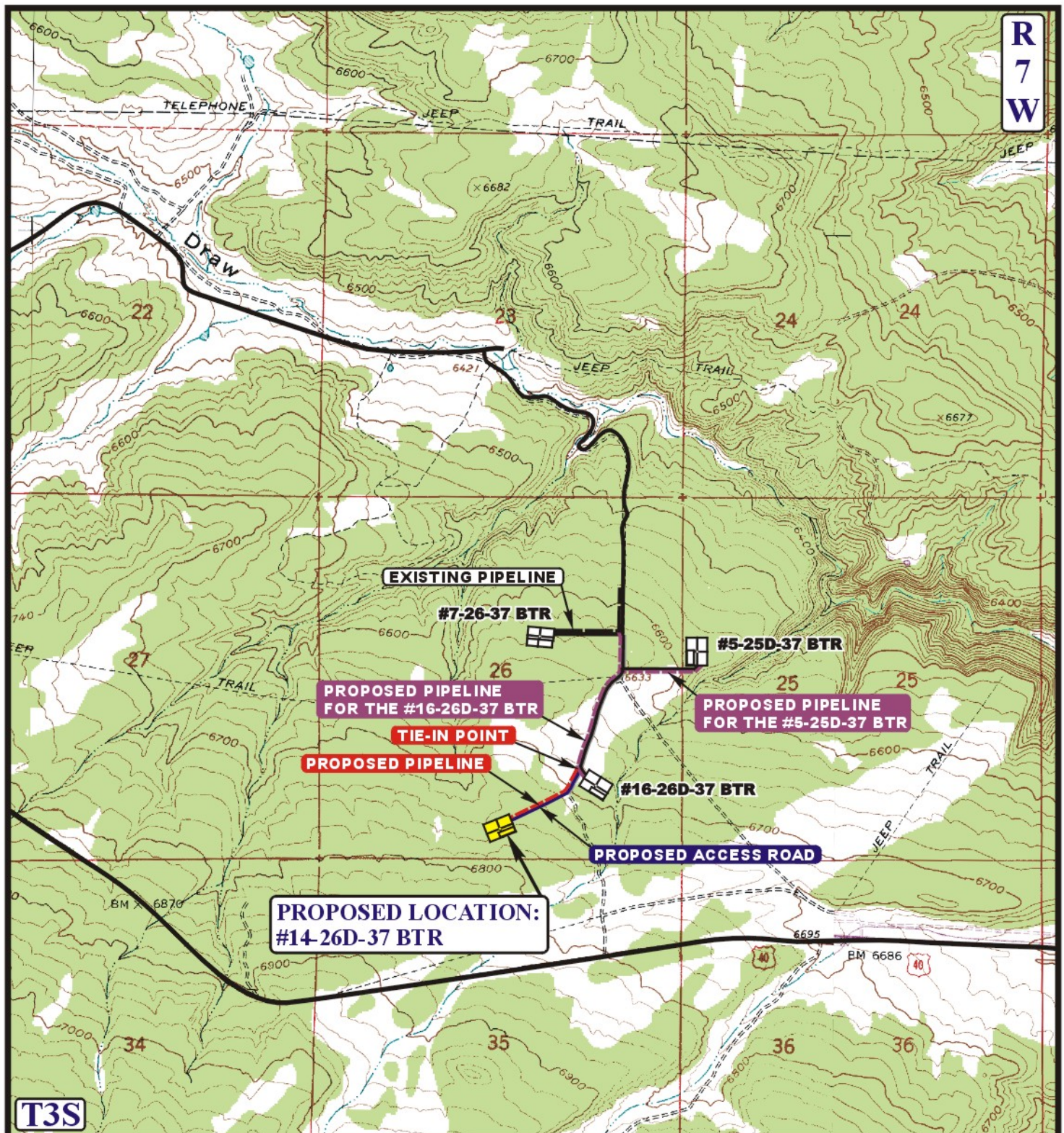
#14-26D-37 BTR
SECTION 26, T3S, R7W, U.S.B.&M.
446' FSL 2603' FWL

ACCESS ROAD
M A P

05 01 12
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00

B
TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,273' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - - PROPOSED PIPELINE
- - - - - PROPOSED PIPELINE (SERVICING OTHER WELLS)



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BILL BARRETT CORPORATION

#14-26D-37 BTR
SECTION 26, T3S, R7W, U.S.B.&M.
446' FSL 2603' FWL

TOPOGRAPHIC
MAP

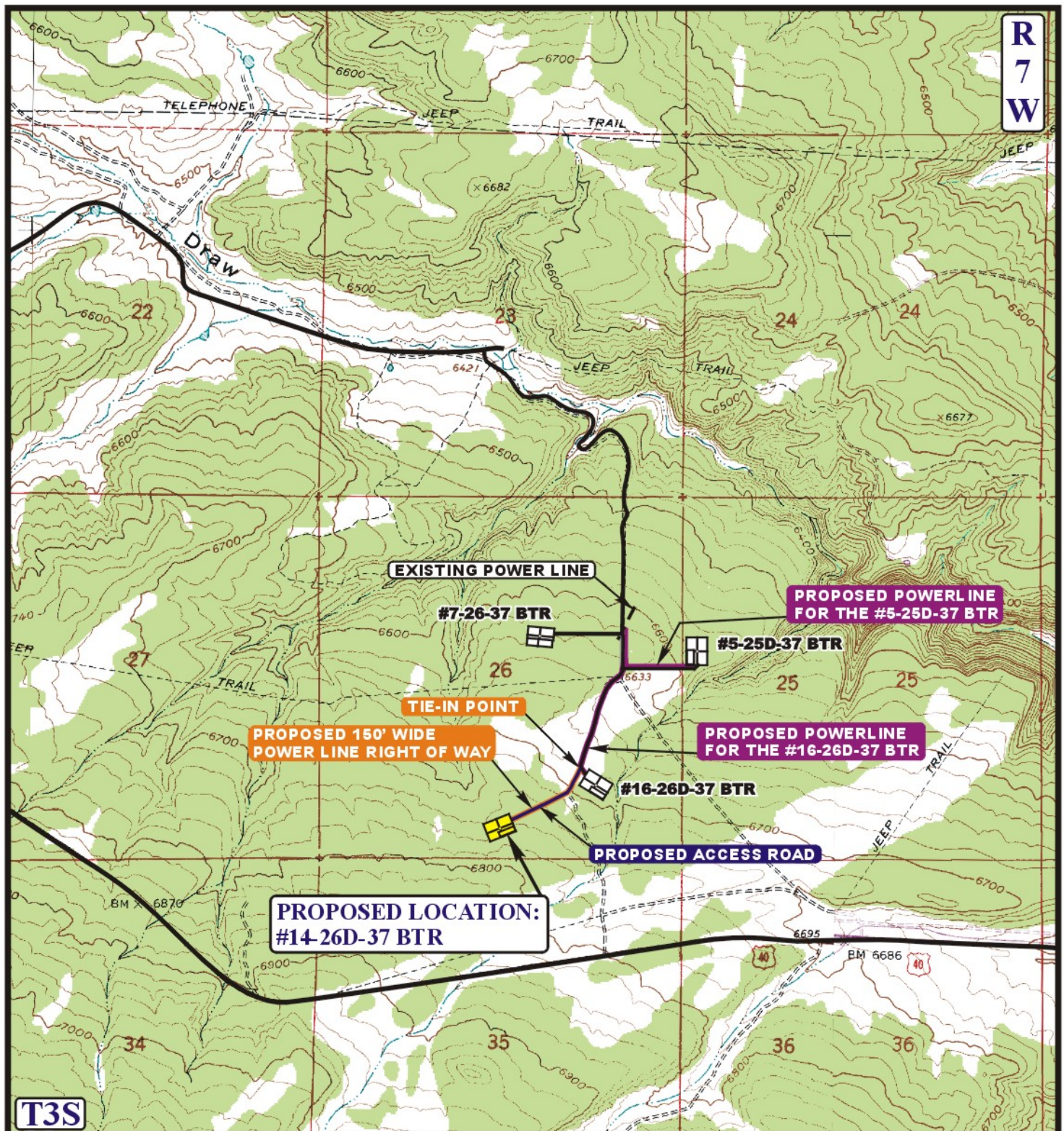
05 01 12
 MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: C.I.

REVISED: 00-00-00





APPROXIMATE TOTAL POWER LINE DISTANCE = 1,300' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- - - - - EXISTING POWER LINE
- PROPOSED POWERLINE (SERVICING OTHER WELLS)



BILL BARRETT CORPORATION

#14-26D-37 BTR
SECTION 26, T3S, R7W, U.S.B.&M.
446' FSL 2603' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

05 01 12
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00





Bill Barrett Corporation

SITE DETAILS: 14-26D-37 BTR
Blacktail RidgeSite Latitude: 40° 11' 5.449 N
Site Longitude: 110° 38' 32.629 W

COMPANY DETAILS: BILL BARRETT CORP

Calculation Method: Minimum Curvature
 Error System: ISCWSA
 Scan Method: Closest Approach 3D
 Error Surface: Elliptical Conic
 Warning Method: Error Ratio

Positional Uncertainty: 0.0
 Convergence: 0.55
 Local North: True

WELL DETAILS: 14-26D-37 BTR

Ground Level: 6764.0
 Northing: 675524.92 Easting: 2239602.38 Latitude: 40° 11' 5.449 N Longitude: 110° 38' 32.629 W Slot

WELLBORE TARGET DETAILS (LAT/LONG)

| Name | TVD | +N/-S | +E/-W | Latitude | Longitude | Shape |
|-----------------------|--------|-------|--------|-----------------|-------------------|----------------------------------|
| 14-26D-37 BTR 3PT MKR | 6740.0 | 359.2 | -624.7 | 40° 11' 8.999 N | 110° 38' 40.679 W | Rectangle (Sides: L200.0 W200.0) |
| 14-26D-37 BTR PBHL | 9900.0 | 359.2 | -624.7 | 40° 11' 8.999 N | 110° 38' 40.679 W | Rectangle (Sides: L200.0 W200.0) |

SECTION DETAILS

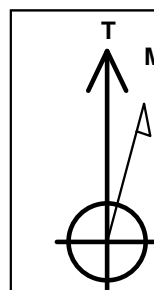
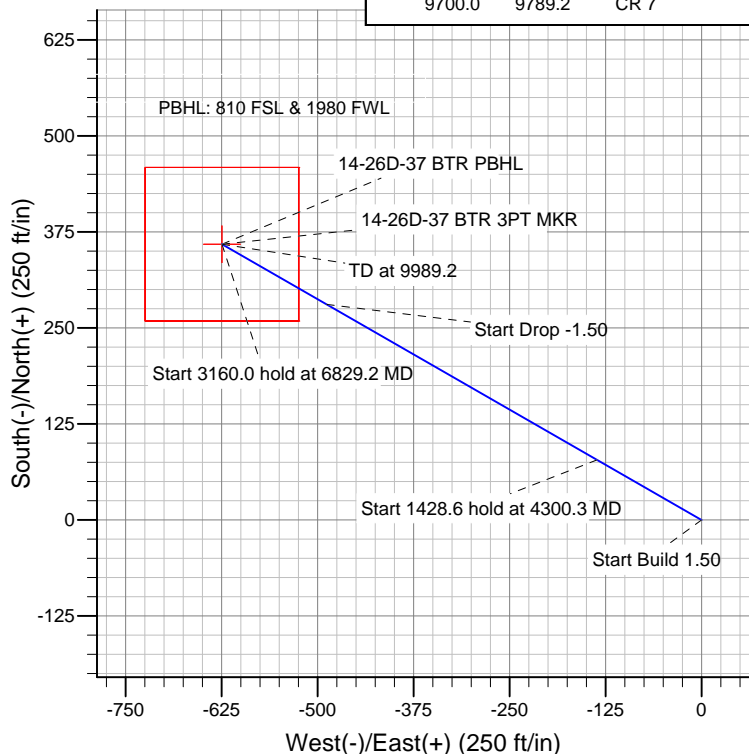
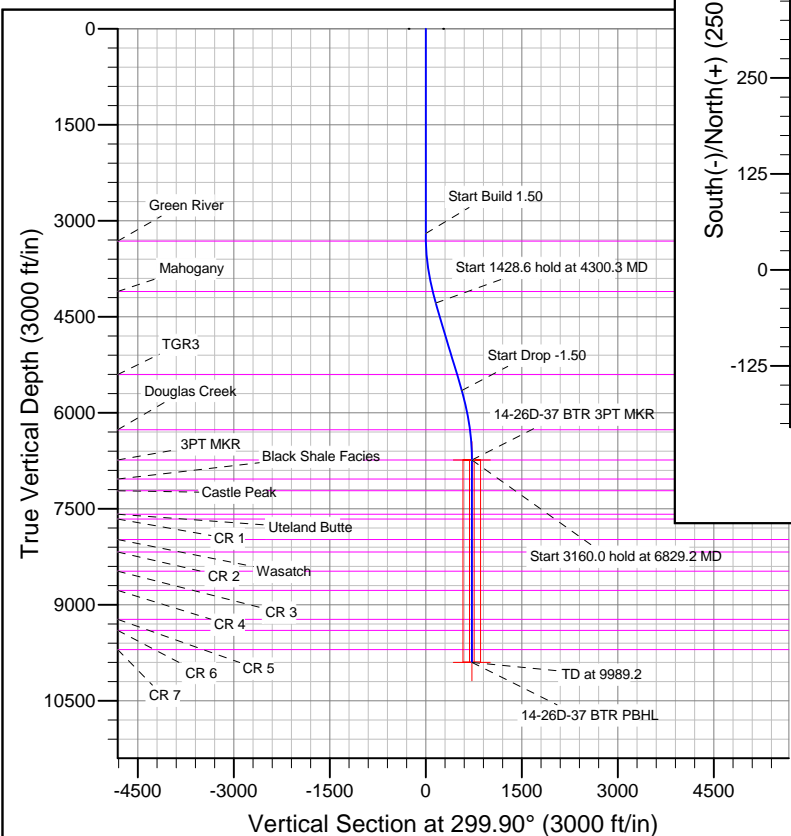
| Sec | MD | Inc | Azi | TVD | +N/-S | +E/-W | DLeg | TFace | VSec | Target |
|-----|--------|-------|--------|--------|-------|--------|------|--------|-------|-----------------------|
| 1 | 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.0 | |
| 2 | 3200.0 | 0.00 | 0.00 | 3200.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.0 | |
| 3 | 4300.3 | 16.50 | 299.90 | 4285.1 | 78.4 | -136.4 | 1.50 | 299.90 | 157.4 | |
| 4 | 5728.9 | 16.50 | 299.90 | 5654.9 | 280.7 | -488.3 | 0.00 | 0.00 | 563.2 | |
| 5 | 6829.2 | 0.00 | 0.00 | 6740.0 | 359.2 | -624.7 | 1.50 | 180.00 | 720.6 | 14-26D-37 BTR 3PT MKR |
| 6 | 9989.2 | 0.00 | 0.00 | 9900.0 | 359.2 | -624.7 | 0.00 | 0.00 | 720.6 | 14-26D-37 BTR PBHL |

FORMATION TOP DETAILS

| TVDPath | MDPath | Formation |
|---------|--------|--------------------|
| 3320.0 | 3320.0 | Green River |
| 4105.0 | 4113.7 | Mahogany |
| 5405.0 | 5468.3 | TGR3 |
| 6265.0 | 6352.9 | Douglas Creek |
| 6740.0 | 6829.2 | 3PT MKR |
| 7035.0 | 7124.2 | Black Shale Facies |
| 7220.0 | 7309.2 | Castle Peak |
| 7585.0 | 7674.2 | Uteland Butte |
| 7660.0 | 7749.2 | CR 1 |
| 7980.0 | 8069.2 | Wasatch |
| 8175.0 | 8264.2 | CR 2 |
| 8475.0 | 8564.2 | CR 3 |
| 8775.0 | 8864.2 | CR 4 |
| 9230.0 | 9319.2 | CR 5 |
| 9400.0 | 9489.2 | CR 6 |
| 9700.0 | 9789.2 | CR 7 |

CASING DETAILS

No casing data is available

Azimuths to True North
Magnetic North: 11.40°

Magnetic Field
 Strength: 52124.3snT
 Dip Angle: 65.76°
 Date: 10/4/2012
 Model: IGRF2010

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-26D-37 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Site: | 14-26D-37 BTR | North Reference: | True |
| Well: | 14-26D-37 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | 14-26D-37 BTR | | |
| Design: | Design #1 | | |

| | | | |
|--------------------|--------------------------------------|----------------------|--------------|
| Project | DUCHESNE COUNTY, UT (NAD 27) | | |
| Map System: | US State Plane 1927 (Exact solution) | System Datum: | Ground Level |
| Geo Datum: | NAD 1927 (NADCON CONUS) | | |
| Map Zone: | Utah Central 4302 | | |

| | | | | | |
|-----------------------|---------------|--------------|-----------------|-------------------|-------------------|
| Site | 14-26D-37 BTR | | | | |
| Site Position: | | Northing: | 675,524.93 ft | Latitude: | 40° 11' 5.449 N |
| From: | Lat/Long | Easting: | 2,239,602.38 ft | Longitude: | 110° 38' 32.629 W |
| Position Uncertainty: | 0.0 ft | Slot Radius: | " | Grid Convergence: | 0.55 ° |

| | | | | | | |
|----------------------|---------------|--------|---------------------|-----------------|---------------|-------------------|
| Well | 14-26D-37 BTR | | | | | |
| Well Position | +N/-S | 0.0 ft | Northing: | 675,524.92 ft | Latitude: | 40° 11' 5.449 N |
| | +E/-W | 0.0 ft | Easting: | 2,239,602.38 ft | Longitude: | 110° 38' 32.629 W |
| Position Uncertainty | | 0.0 ft | Wellhead Elevation: | ft | Ground Level: | 6,764.0 ft |

| | | | | | |
|------------------|-------------------|--------------------|------------------------|----------------------|----------------------------|
| Wellbore | 14-26D-37 BTR | | | | |
| Magnetics | Model Name | Sample Date | Declination (°) | Dip Angle (°) | Field Strength (nT) |
| | IGRF2010 | 10/4/2012 | 11.40 | 65.76 | 52,124 |

| | | | | |
|--------------------------|-------------------------|-------------------|----------------------|----------------------|
| Design | Design #1 | | | |
| Audit Notes: | | | | |
| Version: | Phase: | PLAN | Tie On Depth: | 0.0 |
| Vertical Section: | Depth From (TVD) | +N/-S (ft) | +E/-W (ft) | Direction (°) |
| | 0.0 | 0.0 | 0.0 | 299.90 |

| Plan Sections | | | | | | | | | | |
|----------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|----------------------|---------------------|---------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) | TFO (°) | Target |
| 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 3,200.0 | 0.00 | 0.00 | 3,200.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 4,300.3 | 16.50 | 299.90 | 4,285.1 | 78.4 | -136.4 | 1.50 | 1.50 | 0.00 | 299.90 | |
| 5,728.9 | 16.50 | 299.90 | 5,654.9 | 280.7 | -488.3 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 6,829.2 | 0.00 | 0.00 | 6,740.0 | 359.2 | -624.7 | 1.50 | -1.50 | 0.00 | 180.00 | 14-26D-37 BTR 3PT I |
| 9,989.2 | 0.00 | 0.00 | 9,900.0 | 359.2 | -624.7 | 0.00 | 0.00 | 0.00 | 0.00 | 14-26D-37 BTR PBHL |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
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| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Site: | 14-26D-37 BTR | North Reference: | True |
| Well: | 14-26D-37 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | 14-26D-37 BTR | | |
| Design: | Design #1 | | |

| Planned Survey | | | | | | | | | |
|---------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
| 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 100.0 | 0.00 | 0.00 | 100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 200.0 | 0.00 | 0.00 | 200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 300.0 | 0.00 | 0.00 | 300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 400.0 | 0.00 | 0.00 | 400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 500.0 | 0.00 | 0.00 | 500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 600.0 | 0.00 | 0.00 | 600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 700.0 | 0.00 | 0.00 | 700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 800.0 | 0.00 | 0.00 | 800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 900.0 | 0.00 | 0.00 | 900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,000.0 | 0.00 | 0.00 | 1,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,100.0 | 0.00 | 0.00 | 1,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,200.0 | 0.00 | 0.00 | 1,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,300.0 | 0.00 | 0.00 | 1,300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,400.0 | 0.00 | 0.00 | 1,400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,500.0 | 0.00 | 0.00 | 1,500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,600.0 | 0.00 | 0.00 | 1,600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,700.0 | 0.00 | 0.00 | 1,700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,800.0 | 0.00 | 0.00 | 1,800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,900.0 | 0.00 | 0.00 | 1,900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,000.0 | 0.00 | 0.00 | 2,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,100.0 | 0.00 | 0.00 | 2,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,200.0 | 0.00 | 0.00 | 2,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,300.0 | 0.00 | 0.00 | 2,300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,400.0 | 0.00 | 0.00 | 2,400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,500.0 | 0.00 | 0.00 | 2,500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,600.0 | 0.00 | 0.00 | 2,600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,700.0 | 0.00 | 0.00 | 2,700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,800.0 | 0.00 | 0.00 | 2,800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,900.0 | 0.00 | 0.00 | 2,900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,000.0 | 0.00 | 0.00 | 3,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,100.0 | 0.00 | 0.00 | 3,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,200.0 | 0.00 | 0.00 | 3,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,300.0 | 1.50 | 299.90 | 3,300.0 | 0.7 | -1.1 | 1.3 | 1.50 | 1.50 | 0.00 |
| 3,320.0 | 1.80 | 299.90 | 3,320.0 | 0.9 | -1.6 | 1.9 | 1.50 | 1.50 | 0.00 |
| Green River | | | | | | | | | |
| 3,400.0 | 3.00 | 299.90 | 3,399.9 | 2.6 | -4.5 | 5.2 | 1.50 | 1.50 | 0.00 |
| 3,500.0 | 4.50 | 299.90 | 3,499.7 | 5.9 | -10.2 | 11.8 | 1.50 | 1.50 | 0.00 |
| 3,600.0 | 6.00 | 299.90 | 3,599.3 | 10.4 | -18.1 | 20.9 | 1.50 | 1.50 | 0.00 |
| 3,700.0 | 7.50 | 299.90 | 3,698.6 | 16.3 | -28.3 | 32.7 | 1.50 | 1.50 | 0.00 |
| 3,800.0 | 9.00 | 299.90 | 3,797.5 | 23.4 | -40.8 | 47.0 | 1.50 | 1.50 | 0.00 |
| 3,900.0 | 10.50 | 299.90 | 3,896.1 | 31.9 | -55.4 | 64.0 | 1.50 | 1.50 | 0.00 |
| 4,000.0 | 12.00 | 299.90 | 3,994.2 | 41.6 | -72.4 | 83.5 | 1.50 | 1.50 | 0.00 |
| 4,100.0 | 13.50 | 299.90 | 4,091.7 | 52.6 | -91.5 | 105.5 | 1.50 | 1.50 | 0.00 |
| 4,113.7 | 13.71 | 299.90 | 4,105.0 | 54.2 | -94.3 | 108.8 | 1.50 | 1.50 | 0.00 |
| Mahogany | | | | | | | | | |
| 4,200.0 | 15.00 | 299.90 | 4,188.6 | 64.9 | -112.8 | 130.2 | 1.50 | 1.50 | 0.00 |
| 4,300.0 | 16.50 | 299.90 | 4,284.9 | 78.4 | -136.4 | 157.3 | 1.50 | 1.50 | 0.00 |
| 4,300.3 | 16.50 | 299.90 | 4,285.1 | 78.4 | -136.4 | 157.4 | 1.50 | 1.50 | 0.00 |
| 4,400.0 | 16.50 | 299.90 | 4,380.7 | 92.6 | -161.0 | 185.7 | 0.00 | 0.00 | 0.00 |
| 4,500.0 | 16.50 | 299.90 | 4,476.6 | 106.7 | -185.6 | 214.1 | 0.00 | 0.00 | 0.00 |
| 4,600.0 | 16.50 | 299.90 | 4,572.5 | 120.9 | -210.2 | 242.5 | 0.00 | 0.00 | 0.00 |
| 4,700.0 | 16.50 | 299.90 | 4,668.4 | 135.0 | -234.9 | 270.9 | 0.00 | 0.00 | 0.00 |
| 4,800.0 | 16.50 | 299.90 | 4,764.3 | 149.2 | -259.5 | 299.3 | 0.00 | 0.00 | 0.00 |

Bill Barrett Corp

Planning Report

Database: Compass
 Company: BILL BARRETT CORP
 Project: DUCHESNE COUNTY, UT (NAD 27)
 Site: 14-26D-37 BTR
 Well: 14-26D-37 BTR
 Wellbore: 14-26D-37 BTR
 Design: Design #1

Local Co-ordinate Reference:

TVD Reference:

MD Reference:

North Reference:

Survey Calculation Method:

Well 14-26D-37 BTR

KB @ 6779.0ft (Original Well Elev)

KB @ 6779.0ft (Original Well Elev)

True

Minimum Curvature

Planned Survey

| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
|---------------------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| 4,900.0 | 16.50 | 299.90 | 4,860.1 | 163.4 | -284.1 | 327.7 | 0.00 | 0.00 | 0.00 |
| 5,000.0 | 16.50 | 299.90 | 4,956.0 | 177.5 | -308.8 | 356.2 | 0.00 | 0.00 | 0.00 |
| 5,100.0 | 16.50 | 299.90 | 5,051.9 | 191.7 | -333.4 | 384.6 | 0.00 | 0.00 | 0.00 |
| 5,200.0 | 16.50 | 299.90 | 5,147.8 | 205.8 | -358.0 | 413.0 | 0.00 | 0.00 | 0.00 |
| 5,300.0 | 16.50 | 299.90 | 5,243.7 | 220.0 | -382.6 | 441.4 | 0.00 | 0.00 | 0.00 |
| 5,400.0 | 16.50 | 299.90 | 5,339.5 | 234.2 | -407.3 | 469.8 | 0.00 | 0.00 | 0.00 |
| 5,468.3 | 16.50 | 299.90 | 5,405.0 | 243.8 | -424.1 | 489.2 | 0.00 | 0.00 | 0.00 |
| TGR3 | | | | | | | | | |
| 5,500.0 | 16.50 | 299.90 | 5,435.4 | 248.3 | -431.9 | 498.2 | 0.00 | 0.00 | 0.00 |
| 5,600.0 | 16.50 | 299.90 | 5,531.3 | 262.5 | -456.5 | 526.6 | 0.00 | 0.00 | 0.00 |
| 5,700.0 | 16.50 | 299.90 | 5,627.2 | 276.6 | -481.2 | 555.0 | 0.00 | 0.00 | 0.00 |
| 5,728.9 | 16.50 | 299.90 | 5,654.9 | 280.7 | -488.3 | 563.2 | 0.00 | 0.00 | 0.00 |
| 5,800.0 | 15.44 | 299.90 | 5,723.2 | 290.5 | -505.2 | 582.8 | 1.50 | -1.50 | 0.00 |
| 5,900.0 | 13.94 | 299.90 | 5,820.0 | 303.1 | -527.2 | 608.1 | 1.50 | -1.50 | 0.00 |
| 6,000.0 | 12.44 | 299.90 | 5,917.3 | 314.5 | -547.0 | 631.0 | 1.50 | -1.50 | 0.00 |
| 6,100.0 | 10.94 | 299.90 | 6,015.3 | 324.6 | -564.6 | 651.2 | 1.50 | -1.50 | 0.00 |
| 6,200.0 | 9.44 | 299.90 | 6,113.7 | 333.4 | -579.9 | 668.9 | 1.50 | -1.50 | 0.00 |
| 6,300.0 | 7.94 | 299.90 | 6,212.5 | 340.9 | -593.0 | 684.0 | 1.50 | -1.50 | 0.00 |
| 6,352.9 | 7.14 | 299.90 | 6,265.0 | 344.4 | -599.0 | 691.0 | 1.50 | -1.50 | 0.00 |
| Douglas Creek | | | | | | | | | |
| 6,400.0 | 6.44 | 299.90 | 6,311.7 | 347.2 | -603.8 | 696.5 | 1.50 | -1.50 | 0.00 |
| 6,500.0 | 4.94 | 299.90 | 6,411.2 | 352.1 | -612.4 | 706.4 | 1.50 | -1.50 | 0.00 |
| 6,600.0 | 3.44 | 299.90 | 6,511.0 | 355.7 | -618.8 | 713.7 | 1.50 | -1.50 | 0.00 |
| 6,700.0 | 1.94 | 299.90 | 6,610.9 | 358.1 | -622.8 | 718.4 | 1.50 | -1.50 | 0.00 |
| 6,800.0 | 0.44 | 299.90 | 6,710.8 | 359.1 | -624.6 | 720.5 | 1.50 | -1.50 | 0.00 |
| 6,829.2 | 0.00 | 0.00 | 6,740.0 | 359.2 | -624.7 | 720.6 | 1.50 | -1.50 | 0.00 |
| 3PT MKR - 14-26D-37 BTR 3PT MKR | | | | | | | | | |
| 6,900.0 | 0.00 | 0.00 | 6,810.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,000.0 | 0.00 | 0.00 | 6,910.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,100.0 | 0.00 | 0.00 | 7,010.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,124.2 | 0.00 | 0.00 | 7,035.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| Black Shale Facies | | | | | | | | | |
| 7,200.0 | 0.00 | 0.00 | 7,110.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,300.0 | 0.00 | 0.00 | 7,210.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,309.2 | 0.00 | 0.00 | 7,220.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| Castle Peak | | | | | | | | | |
| 7,400.0 | 0.00 | 0.00 | 7,310.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,500.0 | 0.00 | 0.00 | 7,410.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,600.0 | 0.00 | 0.00 | 7,510.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,674.2 | 0.00 | 0.00 | 7,585.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| Uteland Butte | | | | | | | | | |
| 7,700.0 | 0.00 | 0.00 | 7,610.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,749.2 | 0.00 | 0.00 | 7,660.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 1 | | | | | | | | | |
| 7,800.0 | 0.00 | 0.00 | 7,710.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 7,900.0 | 0.00 | 0.00 | 7,810.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,000.0 | 0.00 | 0.00 | 7,910.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,069.2 | 0.00 | 0.00 | 7,980.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| Wasatch | | | | | | | | | |
| 8,100.0 | 0.00 | 0.00 | 8,010.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,200.0 | 0.00 | 0.00 | 8,110.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,264.2 | 0.00 | 0.00 | 8,175.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 2 | | | | | | | | | |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
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| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Site: | 14-26D-37 BTR | North Reference: | True |
| Well: | 14-26D-37 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | 14-26D-37 BTR | | |
| Design: | Design #1 | | |

| Planned Survey | | | | | | | | | |
|---------------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
| 8,300.0 | 0.00 | 0.00 | 8,210.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,400.0 | 0.00 | 0.00 | 8,310.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,500.0 | 0.00 | 0.00 | 8,410.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,564.2 | 0.00 | 0.00 | 8,475.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 3 | | | | | | | | | |
| 8,600.0 | 0.00 | 0.00 | 8,510.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,700.0 | 0.00 | 0.00 | 8,610.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,800.0 | 0.00 | 0.00 | 8,710.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 8,864.2 | 0.00 | 0.00 | 8,775.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 4 | | | | | | | | | |
| 8,900.0 | 0.00 | 0.00 | 8,810.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,000.0 | 0.00 | 0.00 | 8,910.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,100.0 | 0.00 | 0.00 | 9,010.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,200.0 | 0.00 | 0.00 | 9,110.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,300.0 | 0.00 | 0.00 | 9,210.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,319.2 | 0.00 | 0.00 | 9,230.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 5 | | | | | | | | | |
| 9,400.0 | 0.00 | 0.00 | 9,310.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,489.2 | 0.00 | 0.00 | 9,400.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 6 | | | | | | | | | |
| 9,500.0 | 0.00 | 0.00 | 9,410.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,600.0 | 0.00 | 0.00 | 9,510.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,700.0 | 0.00 | 0.00 | 9,610.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,789.2 | 0.00 | 0.00 | 9,700.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| CR 7 | | | | | | | | | |
| 9,800.0 | 0.00 | 0.00 | 9,710.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,900.0 | 0.00 | 0.00 | 9,810.8 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 9,989.2 | 0.00 | 0.00 | 9,900.0 | 359.2 | -624.7 | 720.6 | 0.00 | 0.00 | 0.00 |
| 14-26D-37 BTR PBHL | | | | | | | | | |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-26D-37 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 6779.0ft (Original Well Elev) |
| Site: | 14-26D-37 BTR | North Reference: | True |
| Well: | 14-26D-37 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | 14-26D-37 BTR | | |
| Design: | Design #1 | | |

| Formations | | | | | | |
|---------------------|---------------------|--------------------|-----------|---------|-------------------|--|
| Measured Depth (ft) | Vertical Depth (ft) | Name | Lithology | Dip (°) | Dip Direction (°) | |
| 3,320.0 | 3,320.0 | Green River | | 0.00 | | |
| 4,113.7 | 4,105.0 | Mahogany | | 0.00 | | |
| 5,468.3 | 5,405.0 | TGR3 | | 0.00 | | |
| 6,352.9 | 6,265.0 | Douglas Creek | | 0.00 | | |
| 6,829.2 | 6,740.0 | 3PT MKR | | 0.00 | | |
| 7,124.2 | 7,035.0 | Black Shale Facies | | 0.00 | | |
| 7,309.2 | 7,220.0 | Castle Peak | | 0.00 | | |
| 7,674.2 | 7,585.0 | Uteland Butte | | 0.00 | | |
| 7,749.2 | 7,660.0 | CR 1 | | 0.00 | | |
| 8,069.2 | 7,980.0 | Wasatch | | 0.00 | | |
| 8,264.2 | 8,175.0 | CR 2 | | 0.00 | | |
| 8,564.2 | 8,475.0 | CR 3 | | 0.00 | | |
| 8,864.2 | 8,775.0 | CR 4 | | 0.00 | | |
| 9,319.2 | 9,230.0 | CR 5 | | 0.00 | | |
| 9,489.2 | 9,400.0 | CR 6 | | 0.00 | | |
| 9,789.2 | 9,700.0 | CR 7 | | 0.00 | | |

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 16th day of May, 2012, by and between Ronald and Janet Jenkins, P.O. Box 515, Duchesne, UT 84021-0515, ("Surface Owner"), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting Section 26, Township 3 South, Range 7 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #14-26D-37 LC Tribal Well at a legal drill-site location in the SE1/4SW1/4 and the SW1/4SE1/4 of Section 26, Township 3 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the SE1/4SW1/4 of Section 26, Township 3 South, Range 7 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads.

BBC shall repair any fences and gates damaged by them during the course of their operations on the lands subject to this Agreement.

Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 16th day of May, 2012.

GRANTORS:

BILL BARRETT CORPORATION

By: Ronald Jenkins
Ronald Jenkins

By: Clint W. Turner
Clint W. Turner
As Agent for Bill Barrett Corporation

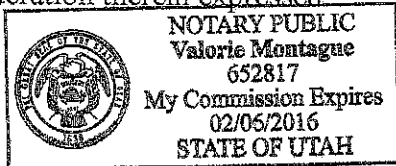
By: Janet Jenkins
Janet Jenkins

ACKNOWLEDGEMENTS

STATE OF Utah)

COUNTY OF Duchesne)

On the 21st day of Sept., 2012, personally appeared before me Ronald Jenkins, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed ✓



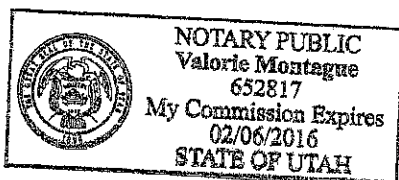
Valorie Montague
Notary Public
Residing at: Duchesne

My Commission Expires: 2/06/16

STATE OF Utah)

COUNTY OF Duchesne)

On the 21st day of Sept., 2012, personally appeared before me Janet Jenkins, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed. ✓

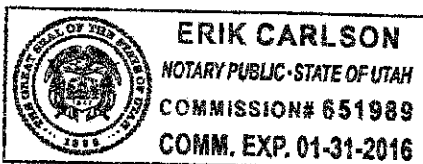


Valorie Montague
Notary Public
Residing at: Duchesne

STATE OF UTAH)

COUNTY OF SALT LAKE)

On the 26th day of September, 2012, personally appeared before me _____ Clint W. Turner, who, being by me duly sworn, did say that he is the _____ Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.



Erik Carlson
Notary Public
Residing at: DAVIS CO, UT

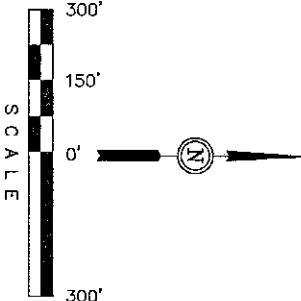
My Commission Expires: 1-31-2016

EXHIBIT "A"

BILL BARRETT CORPORATION
LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY ON
FEE LANDS

(For #14-26D-37 BTR)

LOCATED IN
SECTION 26, T3S, R7W, U.S.B.&M.
DUCHESE COUNTY, UTAH



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

ROAD RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|------------------|---------|-------|-------|
| W&G DUNCAN TRUST | 1245.26 | 0.858 | 73.47 |

ROAD RE-ROUTE
RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|----------------------|--------|-------|-------|
| RONALD JENKINS (J/T) | 773.05 | 0.552 | 46.85 |

CERTIFICATE
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME, UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO
THE BEST OF MY KNOWLEDGE AND BELIEF.
No. 161318
STATE OF UTAH
REGISTERED LAND SURVEYOR
STATE OF UTAH, LICENSE NO. 161319

UNTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

| | | | |
|---------|----------------|------------|-------------|
| SCALE | 1" = 300' | DATE | 04-30-12 |
| PARTY | T.A. N.F. K.O. | REFERENCES | G.L.O. PLAT |
| WEATHER | WARM | FILE | 5 1 9 8 6 |

BEGINNING OF ROAD STA. 0+00 BEARS
N40°31'15"E 1734.14' FROM THE SOUTH 1/4
CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.
END OF ROAD STA. 12+45.26 BEARS
N16°55'58"E 616.74' FROM THE SOUTH 1/4
CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

Sec. 26

P.O.P.L. #1 BEARS N00°06'38"E 256.97' FROM
THE SOUTH 1/4 CORNER OF SECTION 26, T3S,
R7W, U.S.B.&M.
P.O.P.L. #2 BEARS N00°06'38"E 644.72' FROM
THE SOUTH 1/4 CORNER OF SECTION 26, T3S,
R7W, U.S.B.&M.

1/4 Section Line

W&G
Duncan Trust

ROAD RE-ROUTE RIGHT-OF-WAY
DESCRIPTION ON
RONALD JENKINS (J/T) LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING
DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 26,
T3S, R7W, U.S.B.&M. WHICH BEARS N88°49'47"W 332.44' FROM THE
SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE N00°57'08"E
448.50'; THENCE N09°19'27"E 64.79'; THENCE N57°03'42"E 259.76'
TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 26 WHICH
BEARS N08°18'21"W 687.40' FROM THE SOUTH 1/4 CORNER OF
SAID SECTION 26. THE SIDE LINES OF SAID DESCRIBED
RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE
GRANTORS' PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S.
OBSERVATION. CONTAINS 0.552 ACRES MORE OR LESS.

1/16 Section Line

Proposed
#16-26D-37
Access Road

END OF PROPOSED
ROAD RE-ROUTE
RIGHT-OF-WAY
STA. 7+73.05
(At Existing 2-Track)

END OF PROPOSED
ROAD
RIGHT-OF-WAY
STA. 12+45.26
(At Edge of Surface Use Area)

W&G
Duncan Trust
SURFACE USE AREA
#14-26D-37 BTR ON
W&G DUNCAN TRUST LANDS
Contains 1.798 Acres

▲ = SECTION CORNERS LOCATED.

BEGINNING OF PROPOSED
ROAD RE-ROUTE
RIGHT-OF-WAY
STA. 0+00
(At Existing 2-Track)
SW Cor. Sec. 26
Alum. Cap.
0.4' High
S89°41'57"W - 2640.88' (Meas.)

NE 1/4

BEGINNING OF ROAD RE-ROUTE STA. 0+00 BEARS
N88°49'47"W 332.44' FROM THE SOUTH 1/4
CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.
END OF ROAD RE-ROUTE STA. 7+73.05 BEARS
N08°18'21"W 687.40' FROM THE SOUTH 1/4
CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

ROAD RIGHT-OF-WAY DESCRIPTION
ON W&G DUNCAN TRUST LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING
DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 SE 1/4 OF SECTION 26,
T3S, R7W, U.S.B.&M. WHICH BEARS N40°31'15"E 1734.14' FROM THE
SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE S25°22'53"W
168.98'; THENCE S26°27'59"W 118.19'; THENCE S43°35'17"W 133.88';
THENCE S54°18'34"W 66.93'; THENCE S64°24'12"W 757.28' TO A
POINT IN THE SW 1/4 SE 1/4 OF SAID SECTION 26 WHICH BEARS
N16°55'58"E 616.74' FROM THE SOUTH 1/4 CORNER OF SAID
SECTION 26. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY
BEING SHORTENED OR ELONGATED TO MEET THE GRANTORS'
PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION.
CONTAINS 0.858 ACRES MORE OR LESS.

SE 1/4
(At #16-26D-37 BTR Proposed Road)

BEGINNING OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00

SURFACE USE AREA DESCRIPTION
ON W&G DUNCAN TRUST LANDS

BEGINNING AT A POINT IN THE SW 1/4 SE 1/4 OF SECTION 26,
T3S, R7W, U.S.B.&M. WHICH BEARS N16°55'58"E 616.74' FROM THE
SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE S21°41'58"E
243.21'; THENCE S68°18'02"W 289.57' TO A POINT ON THE WEST
LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 26 WHICH BEARS
N00°06'38"E 256.97' FROM THE SOUTH 1/4 CORNER OF SAID
SECTION 26, THENCE N00°06'38"E ALONG THE WEST LINE OF THE
SW 1/4 SE 1/4 387.76'; THENCE N68°18'02"E 145.51'; THENCE
S21°41'58"E 116.79' TO THE POINT OF BEGINNING. BASIS OF
BEARINGS IS A G.P.S. OBSERVATION. CONTAINS ACRES 1.798
MORE OR LESS.

SURFACE USE AREA DESCRIPTION
ON RONALD JENKINS (J/T) LANDS

BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 SW
1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS
N00°06'38"E 256.97' FROM THE SOUTH 1/4 CORNER OF SAID
SECTION 26, THENCE S68°18'02"W 190.43'; THENCE N21°41'58"W
360.00'; THENCE N68°18'02"E 334.49'; THENCE S00°06'38"W
ALONG THE EAST LINE OF THE SE 1/4 SW 1/4 387.76' TO THE
POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S.
OBSERVATION. CONTAINS 2.169 ACRES MORE OR LESS.

Section Line

N89°49'31"W - 2608.05' (Meas.)

N00°00'34"W - 2618.98' (Meas.)

WARM 5198

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 16th day of May, 2012, by and between The W & G Duncan Trust, 453 West 50 North, American Fork, UT 84003, ("Surface Owner"), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting Section 26, Township 3 South, Range 7 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #14-26D-37 LC Tribal Well at a legal drill-site location in the SE1/4SW1/4 and the SW1/4SE1/4 of Section 26, Township 3 South, Range 7 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the SW1/4SE1/4 of Section 26, Township 3 South, Range 7 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations, and the land reseeded with grasses and/or native plants by BBC upon written request by Surface Owner. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations. BBC shall remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the plugging and abandonment of the well drilled pursuant to this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads.

BBC shall repair any fences and gates damaged by them during the course of their operations on the lands subject to this Agreement.

Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 16th day of May, 2012.

GRANTORS:

BILL BARRETT CORPORATION

By: Wendell Duncan, Trustee
Wendell Duncan, Trustee

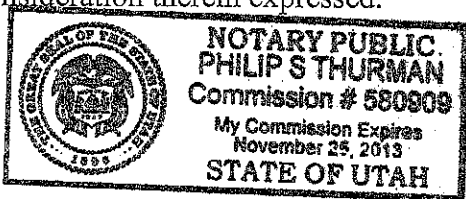
By: Clint W. Turner
Clint W. Turner
As Agent for Bill Barrett Corporation

By: Gayle Duncan, Trustee
Gayle Duncan, Trustee

ACKNOWLEDGEMENTS

STATE OF Utah)
)
COUNTY OF Utah)

On the 22nd day of May, 2012, personally appeared before me Wendell Duncan, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

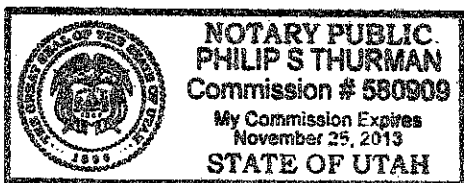


Philip S. Thurman
Notary Public
Residing at: American Fork, UT

My Commission Expires: November 25, 2013

STATE OF Utah)
)
COUNTY OF Utah)

On the 22nd day of May, 2012, personally appeared before me Gayle Duncan, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.



Philip S. Thurman
Notary Public
Residing at: American Fork, UT

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

On the 23rd day of May, 2012, personally appeared before me _____ Clint W. Turner, who, being by me duly sworn, did say that he is the _____ Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.



Erik Carlson
Notary Public
Residing at: DAVIS CO, UT

My Commission Expires: 1-31-2016

BEGINNING OF ROAD STA. 0+00 BEARS N40°51'15"E 1734.14' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

END OF ROAD STA. 12+45.26 BEARS N16°55'58"E 616.74' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

P.O.P.L. #1 BEARS N00°06'38"E 256.97' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

P.O.P.L. #2 BEARS N00°06'38"E 644.72' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

BEGINNING OF ROAD RE-ROUTE STA. 0+00 BEARS N8°49'47"W 332.44' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

END OF ROAD RE-ROUTE STA. 7+73.05 BEARS N08°18'21"W 667.40' FROM THE SOUTH 1/4 CORNER OF SECTION 26, T3S, R7W, U.S.B.&M.

LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY ON
FEE LANDS

(For #14-26D-37 BTR)

LOCATED IN
SECTION 26, T3S, R7W, U.S.B.&M.
DUCHEESNE COUNTY, UTAH

Sec. 26

1/4 Section Line

1/16 Section Line

ROAD RIGHT-OF-WAY DESCRIPTION
ON W&G DUNCAN TRUST LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT IN THE NW 1/4 SE 1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS N40°51'15"E 1734.14' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE S25°22'53"W 168.98'; THENCE S26°27'59"W 118.19'; THENCE S43°35'17"W 133.88'; THENCE S34°18'34"W 66.93'; THENCE S64°24'12"W 757.28' TO A POINT IN THE SW 1/4 SE 1/4 OF SAID SECTION 26 WHICH BEARS N16°55'58"E 616.74' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.858 ACRES MORE OR LESS.

ROAD RE-ROUTE RIGHT-OF-WAY
DESCRIPTION ON
RONALD JENKINS (J/T) LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS N8°49'47"W 332.44' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE N00°57'08"E 448.50'; THENCE N09°19'27"E 64.79'; THENCE N57°03'42"E 259.76' TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 26 WHICH BEARS N08°18'21"W 667.40' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.532 ACRES MORE OR LESS.

BEGINNING OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00

(At #16-26D-37 BTR Proposed Road)

SURFACE USE AREA DESCRIPTION
ON W&G DUNCAN TRUST LANDS

BEGINNING AT A POINT IN THE SW 1/4 SE 1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS N16°55'58"E 616.74' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE S21°41'58"E 243.21'; THENCE S68°18'02"W 289.57' TO A POINT ON THE WEST LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 26 WHICH BEARS N00°06'38"E 256.97' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE N00°06'38"E ALONG THE WEST LINE OF THE SW 1/4 SE 1/4 387.76'; THENCE N68°18'02"E 145.51'; THENCE S21°41'58"E 116.79' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS ACRES 1.798 MORE OR LESS.

SURFACE USE AREA DESCRIPTION
ON RONALD JENKINS (J/T) LANDS

BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 SW 1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS N00°06'38"E 256.97' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE S68°18'02"W 190.43'; THENCE N21°41'58"W 360.00'; THENCE N68°18'02"E 334.49'; THENCE S00°06'38"W ALONG THE EAST LINE OF THE SE 1/4 SW 1/4 387.76' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.169 ACRES MORE OR LESS.

| LINE | DIRECTION | LENGTH |
|------|-------------|---------|
| L1 | S25°22'53"W | 168.98' |
| L2 | S26°27'59"W | 118.19' |
| L3 | S43°35'17"W | 133.88' |
| L4 | S34°18'34"W | 66.93' |
| L5 | S64°24'12"W | 757.28' |
| L6 | S64°24'12"W | 54.79' |
| L7 | S21°41'58"E | 243.21' |
| L8 | S68°18'02"W | 289.57' |
| L9 | N00°06'38"E | 387.76' |
| L10 | N68°18'02"E | 145.51' |
| L11 | S21°41'58"E | 116.79' |
| L12 | S88°18'02"W | 190.43' |
| L13 | N21°41'58"W | 360.00' |
| L14 | N68°18'02"E | 334.49' |
| L15 | N00°57'08"E | 448.50' |
| L16 | N09°19'27"E | 64.79' |
| L17 | N57°03'42"E | 259.76' |

SW 1/4

SURFACE USE AREA
Jenkins (J/T)
#14-26D-37 BTR ON
RONALD JENKINS (J/T) LANDS
Contains 2.169 Acres

Ronald

END OF PROPOSED
ROAD RE-ROUTE
RIGHT-OF-WAY
STA. 7+73.05
(At Existing 2-Track)

END OF PROPOSED ROAD
RIGHT-OF-WAY
STA. 12+45.26
(At Edge of Surface Use Area)

W&G

Duncan Trust

SURFACE USE AREA
#14-26D-37 BTR ON
W&G DUNCAN TRUST LANDS
Contains 1.798 Acres

Red Cap, RLS
4729, 0.3' High,
Pile of Stone

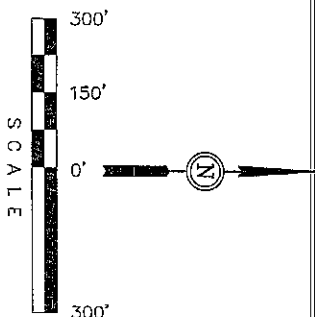
▲ = SECTION CORNERS LOCATED.

SW Cor. Sec. 26
Alum. Cap,
6' High
S89°41'57"W - 2640.88' (Meas.)

N89°49'31"W - 2608.05' (Meas.)

Section Line

Alum. Cap, RLS
14895, 0.3'
High Fence



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

ROAD RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|------------------|---------|-------|-------|
| W&G DUNCAN TRUST | 1245.26 | 0.858 | 75.47 |

ROAD RE-ROUTE
RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|----------------------|--------|-------|-------|
| RONALD JENKINS (J/T) | 773.05 | 0.532 | 46.85 |

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
STATE OF UTAH
05-02-12

UNTAR ENGINEERING & LAND SURVEYING
86 SOUTH - 200 EAST • (435) 788-1017
VERNAL, UTAH - 84078

SCALE
1" = 300'

PARTY
T.A. N.F. K.O.
WEATHER
WARM
DATE
04-30-12
REFERENCES
G.L.O. PLAT
FILE
5 1 9 8 6

NW 1/4

NE 1/4

Sec. 26

1/4 Section Line

| LINE TABLE | |
|------------|---------------------|
| LINE | DIRECTION LENGTH |
| L1 | N64°31'17"E 55.12' |
| L2 | N84°31'17"E 753.27' |
| L3 | N54°18'34"E 62.38' |
| L4 | N40°09'46"E 127.77' |
| L5 | N26°04'11"E 274.51' |

W&G
Duncan Trust

1/16 Section Line

PIPELINE RIGHT-OF-WAY DESCRIPTION

Set Marked
Stone, Yellow
Plastic Cap on
3/8" Rebar 0.3'
High, RLS
#4179

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A POINT IN THE SW 1/4 SE 1/4 OF SECTION 26, T3S, R7W, U.S.B.&M. WHICH BEARS N15°28'24"E 637.74' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26, THENCE N64°31'17"E 753.27'; THENCE N54°18'34"E 62.38'; THENCE N43°35'17"E 127.77'; THENCE N26°04'11"E 274.51' TO A POINT IN THE NW 1/4 SE 1/4 OF SAID SECTION 26 WHICH BEARS N40°09'46"E 1719.76' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 26. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.839 ACRES MORE OR LESS.

END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 12+17.93
(At #16-26D-37 BTR Proposed Pipeline)

SE 1/4

Section Line

N00°00'34"W - 2618.98' (Meas.)

SW 1/4

1/16 Section Line

Ronald
Jenkins (J/T)

W&G
Duncan Trust

BEGINNING OF PROPOSED PIPELINE
RIGHT-OF-WAY
STA. 0+00
(At Edge of Surface Use Area)

SURFACE USE AREA
#14-26D-37 BTR

Proposed
Road Re-Route

Existing
2-Track

Red Cap, RLS
4779, 0.3' High,
Pile of Stone

▲ = SECTION CORNERS LOCATED.

Section Line

N89°49'31"W - 2608.05' (Meas.)

SW Cor. Sec. 26
Alum. Cap,
0.4' High

S89°41'57"W - 2640.83' (Meas.)

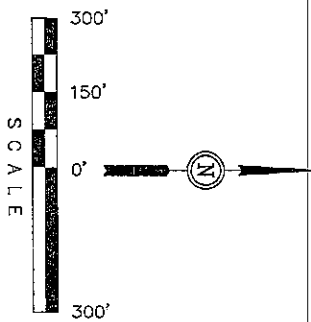
Alum. Cap, RLS
148921, 0.3'
High, Fence

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For #14-26D-37 BTR)

LOCATED IN
SECTION 26, T3S, R7W, U.S.B.&M.
DUCHESE COUNTY, UTAH



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

PIPELINE RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|------------------|---------|-------|-------|
| W&G DUNCAN TRUST | 1217.93 | 0.839 | 73.81 |

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

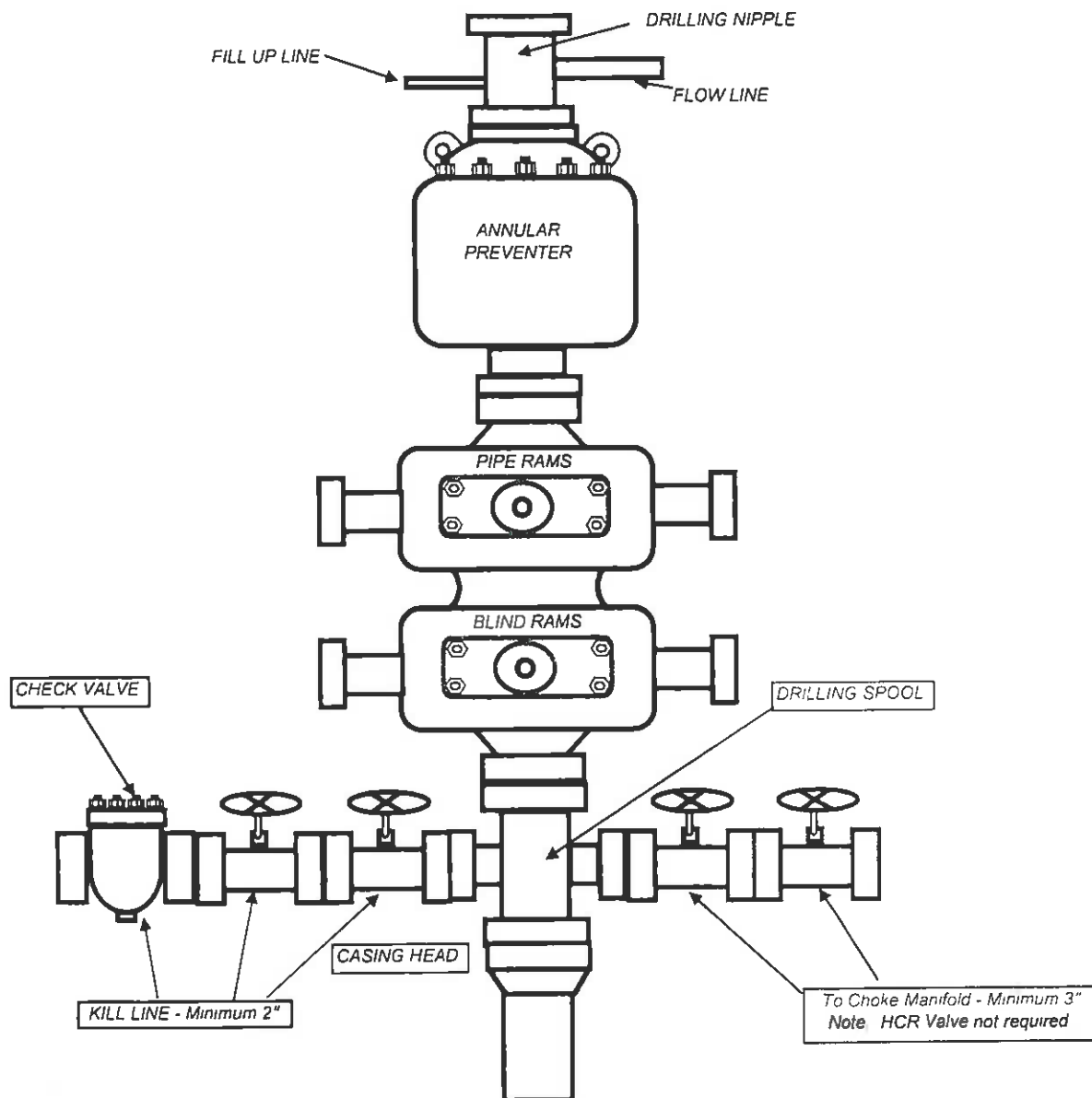
REGISTERED LAND SURVEYOR
REGISTRATION NO. 181319
STATE OF UTAH
A 05-02-12

UNTARH ENGINEERING & LAND SURVEYING
86 SOUTH - 200 EAST • (435) 789-7017
VERNAL, UTAH - 84078

| SCALE | DATE |
|----------------|-------------|
| 1" = 300' | 04-30-12 |
| PARTY | REFERENCES |
| T.A. N.F. K.O. | G.L.O. PLAT |
| WEATHER | FILE |
| WARM | 5 1 9 8 7 |

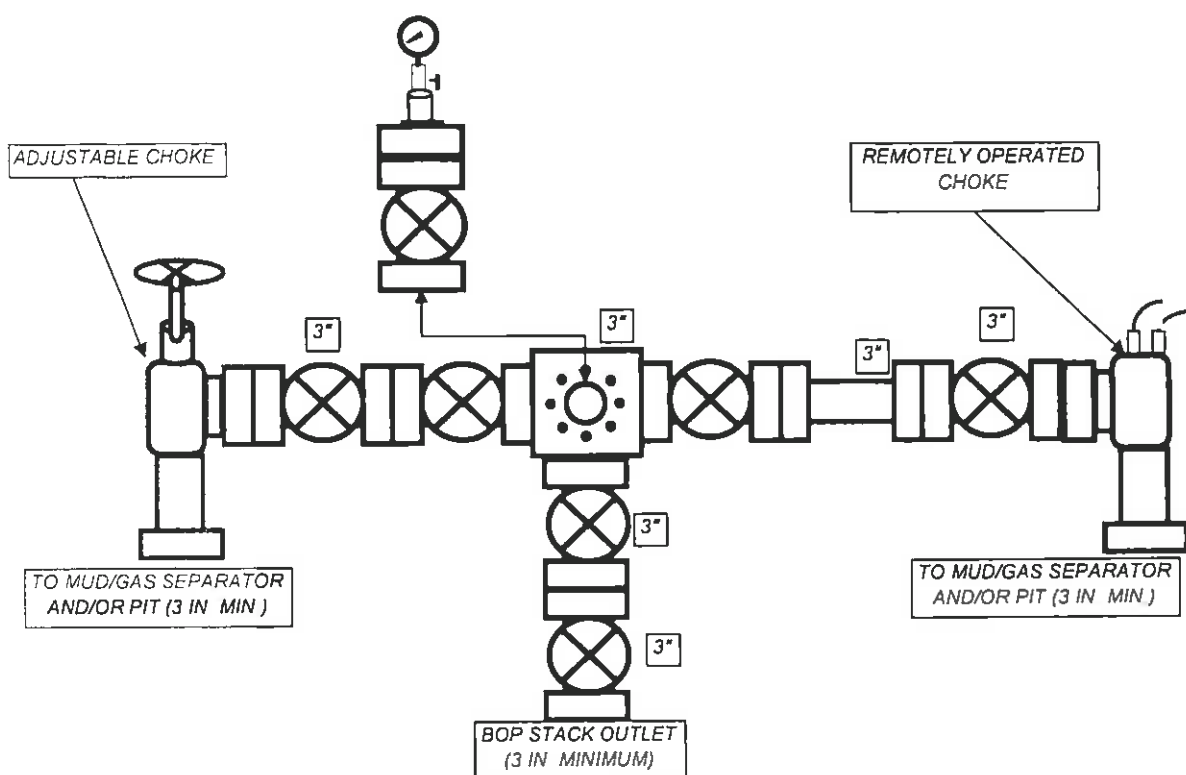
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD





October 23, 2012

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #14-26D-37 BTR Well
Surface: 446' FSL & 2603' FWL, SESW, 26-T3S-R7W, USM
Bottom Hole: 810' FSL & 1980' FWL SESW, 26-T3S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED: October 23, 2012

BILL BARRETT CORPORATION**TYPICAL CROSS SECTIONS FOR**

#14-26D-37 BTR

SECTION 26, T3S, R7W, U.S.B.&M.

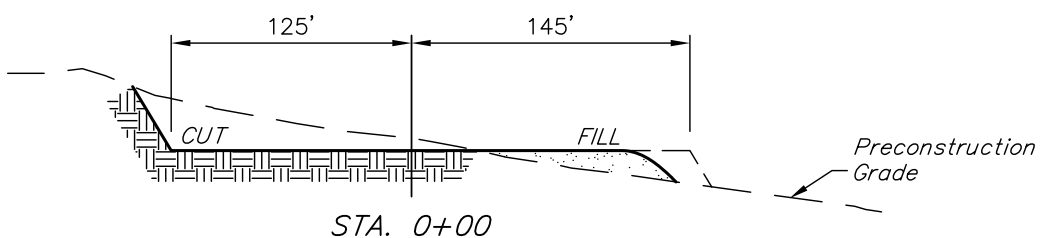
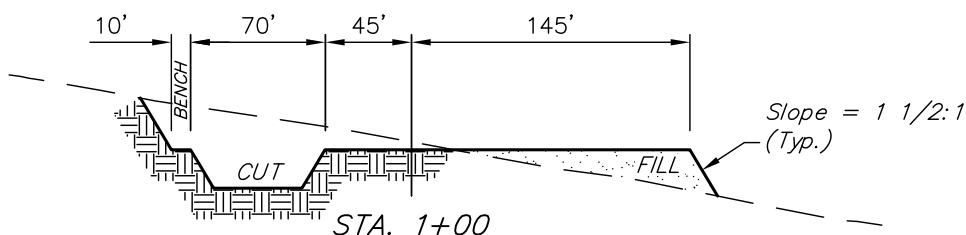
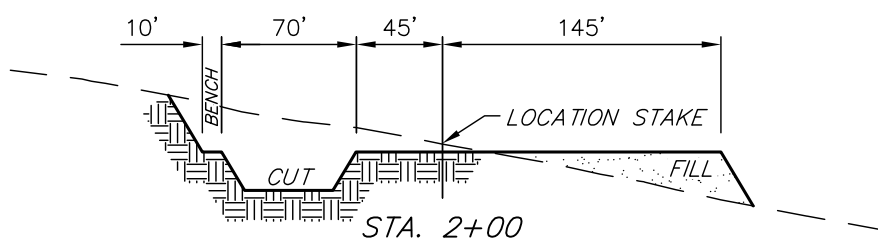
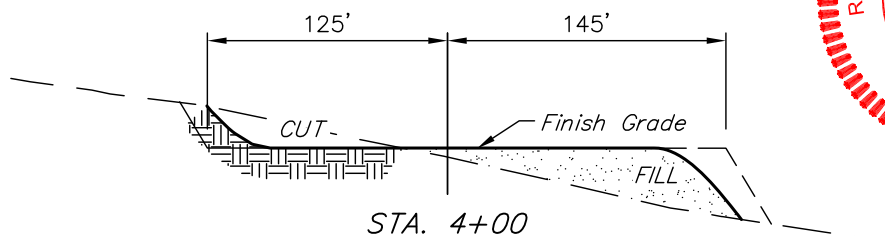
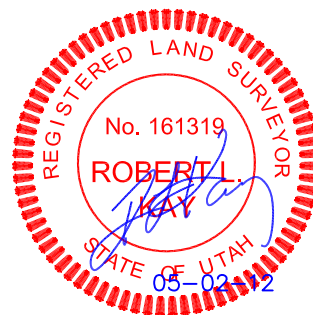
446' FSL 2603' FWL

FIGURE #2

1" = 40'
X-Section
Scale
1" = 100'

DATE: 04-30-12

DRAWN BY: K.O.

**NOTE:**

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.967 ACRES
ACCESS ROAD DISTURBANCE = ± 0.858 ACRES
ROAD RE-ROUTE DISTURBANCE = ± 0.532 ACRES
PIPELINE DISTURBANCE = ± 0.839 ACRES
TOTAL = ± 6.196 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,320 Cu. Yds.
Remaining Location = 14,620 Cu. Yds.
TOTAL CUT = 16,940 CU. YDS.
FILL = 12,690 CU. YDS.

EXCESS MATERIAL = 4,250 Cu. Yds.
Topsoil & Pit Backfill = 4,250 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: October 23, 2012

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#14-26D-37 BTR

SECTION 26, T3S, R7W, U.S.B.&M.

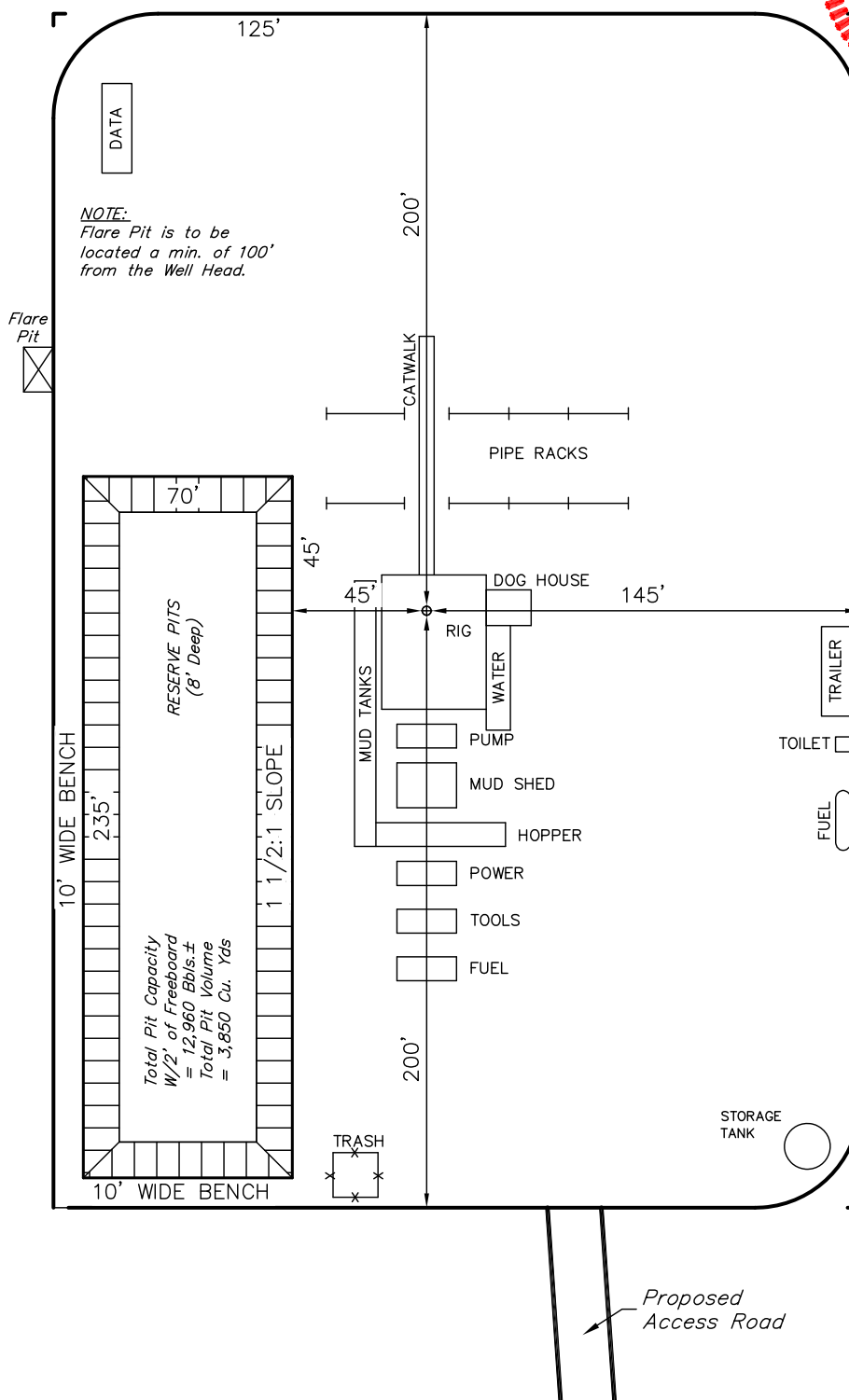
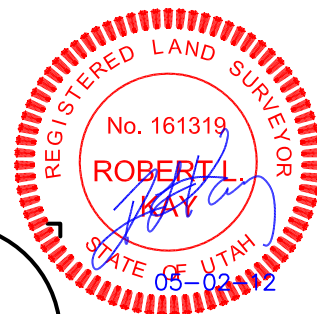
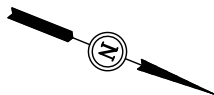
446' FSL 2603' FWL

FIGURE #3

SCALE: 1" = 60'

DATE: 04-30-12

DRAWN BY: K.O.

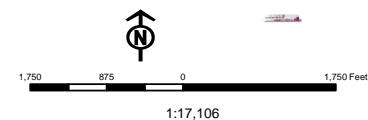
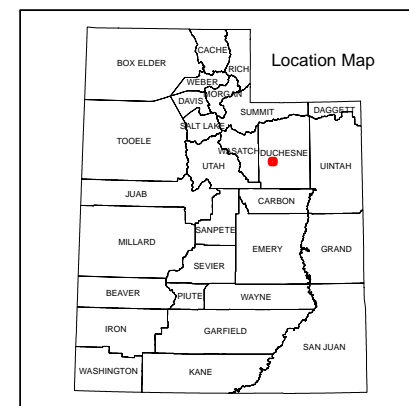
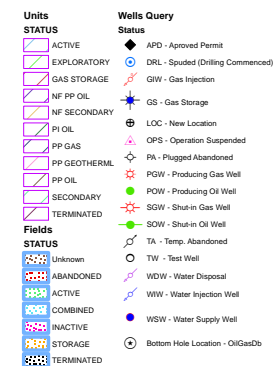


UINTAH ENGINEERING & LAND SURVEYING

85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: October 23, 2012

Map Prepared:
Map Produced by Diana Mason



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 14-26D-37 BTR
API Number 43013518050000 **APD No** 7027 **Field/Unit** CEDAR RIM
Location: 1/4,1/4 SESW **Sec** 26 **Tw** 3.0S **Rng** 7.0W 446 FSL 2603 FWL
GPS Coord (UTM) **Surface Owner** Ronald & Janet Jenkins

Participants

Stephanie O'Brien (archeologist), Jim Burns (permit contractor), Kary Eldredge (BBC), Trevor Anderson (surveyor), James Hereford (BLM), Mindy Lundberg (t & e species), Wendal Duncan (east side surface owner), Ronald Jenkins (west side surface owner)

Regional/Local Setting & Topography

This location lies less than 1/4 mile north of Highway 40 at a point about 15 miles west of Duchesne, Ut. Highway 40 runs along the top of a large east west running ridge in this area. On the north of the Highway corridor the land generally drains north east to Rabbit Gulch and then to Starvation Reservoir.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

| New Road Miles | Well Pad | Src Const Material | Surface Formation |
|-----------------------|------------------------------------|---------------------------|--------------------------|
| 0.25 | Width 270 Length 400 | Offsite | UNTA |

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, juniper, grasses

Soil Type and Characteristics

shallow sandy soil with exposed rock on surface.

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

To be diverted around east and west

Berm Required? N

Erosion Sedimentation Control Required? Y

Topsoil pile to be moved to corner 7.

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)

Distance to Surface Water (feet)

Dist. Nearest Municipal Well (ft)

Distance to Other Wells (feet)

Native Soil Type

Fluid Type

Drill Cuttings

Annual Precipitation (inches)

Affected Populations

Presence Nearby Utility Conduits

Final Score

Sensitivity Level

Characteristics / Requirements

The reserve pit is proposed in a cut stable location. Dimensions are 235 x 70 x 8ft. Bill Barrett representative Kary Eldredge stated that a 20 mil reserve pit liner and felt subliner is used on all BBC locations as standard equipment. This liner program appears adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

Richard Powell
Evaluator

11/1/2012
Date / Time

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

| APD No | API WellNo | Status | Well Type | Surf Owner | CBM |
|-----------|--|--------|-------------------|------------------------|-----|
| 7027 | 43013518050000 | LOCKED | OW | P | No |
| Operator | BILL BARRETT CORP | | Surface Owner-APD | Ronald & Janet Jenkins | |
| Well Name | 14-26D-37 BTR | | Unit | | |
| Field | CEDAR RIM | | Type of Work | DRILL | |
| Location | SESW 26 3S 7W U 446 FSL 2603 FWL GPS Coord (UTM) 530389E 4448326N | | | | |

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill
APD Evaluator

11/27/2012
Date / Time

Surface Statement of Basis

This proposed location is on fee surface with Indian minerals. There are 2 separate surface owners and both attended this onsite inspection. Wendal Duncan owns the east half of the location and Ronald Jenkins the west half. Mr. Jenkins stated that he has no concerns with drilling at this site, but did request that the wood from his part of the location be piled for his use. Mr. Duncan, is very unhappy with the well being placed on his property at all and he is concerned with his water well about 600 yards away. Mr. Kary Eldredge of Bill Barrett Corp. stated that he would have the well tested prior to drilling for a baseline and if the well is damaged by the well Mr. Eldredge stated that Bill Barrett Corporation would "make it right". Mr. Duncan also requested that the roads and other disturbed areas be watered for dust suppression and Mr. Eldredge agreed to this. Mr. Duncan also requested his firewood be piled for his use. Drainage diversions are needed around the east and west ends of location. It was agreed to move the top soil pile on the south side of the location around to the west side to be protected from storm water diversion.

Richard Powell
Onsite Evaluator

11/1/2012
Date / Time

Conditions of Approval / Application for Permit to Drill

| Category | Condition |
|----------|---|
| Pits | A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface | Drainages adjacent to the proposed pad shall be diverted around the location. |
| Surface | The reserve pit shall be fenced upon completion of drilling operations. |

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/23/2012

API NO. ASSIGNED: 43013518050000

WELL NAME: 14-26D-37 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: SESW 26 030S 070W

Permit Tech Review: ☒

SURFACE: 0446 FSL 2603 FWL

Engineering Review: ☐

BOTTOM: 0810 FSL 1980 FWL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.18477

LONGITUDE: -110.64303

UTM SURF EASTINGS: 530389.00

NORTHINGS: 4448326.00

FIELD NAME: CEDAR RIM

LEASE TYPE: 2 - Indian

LEASE NUMBER: 1420H626420

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: INDIAN - LPM8874725☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 43-180☐ RDCC Review:☒ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☒ R649-3-3. Exception☒ Drilling Unit

Board Cause No: Cause 139-85

Effective Date: 3/11/2010

Siting: 4 Producing Grrv-Wstc Wells In Sec Drl Unit

☒ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - bhill
4 - Federal Approval - dmason
5 - Statement of Basis - bhill
15 - Directional - dmason

RECEIVED: November 29, 2012



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 14-26D-37 BTR
API Well Number: 43013518050000
Lease Number: 1420H626420
Surface Owner: FEE (PRIVATE)
Approval Date: 11/29/2012

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-85. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

NOV 28 2012

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

| | | |
|--|---|--|
| 1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER | | 5. Lease Serial No. 1420H626420 |
| 1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone | | 6. If Indian, Allottee or Tribe Name UINTAH AND OURAY |
| 2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com | | 7. If Unit or CA Agreement, Name and No. |
| 3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202 | 3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420 | 8. Lease Name and Well No. 14-26D-37 BTR |
| 4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SESW 446FSL 2603FWL 40.184803 N Lat, 110.643111 W Lon At proposed prod. zone SESW 810FSL 1980FWL 40.185789 N Lat, 110.645344 W Lon | | 9. API Well No. 43-013-51805 |
| 14. Distance in miles and direction from nearest town or post office* 20.5 MILES NORTHWEST OF DUCHESNE, UT | | 10. Field and Pool, or Exploratory CEDAR RIM |
| 15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810' (BOTTOM HOLE) | 16. No. of Acres in Lease 640.00 | 11. Sec., T., R., M., or Blk. and Survey or Area Sec 26 T3S R7W Mer UBM SME: FEE |
| 17. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 1785' | 18. Proposed Depth 9989 MD 9900 TVD | 12. County or Parish DUCHESNE |
| 21. Elevations (Show whether DF, KB, RT, GL, etc.) 6766 GL | 22. Approximate date work will start 11/01/2013 | 13. State UT |
| 23. Estimated duration 60 DAYS (D&C) | | 17. Spacing Unit dedicated to this well 640.00 |
| 20. BLM/BIA Bond No. on file LPM8874725 | | |

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the authorized officer.

| | | |
|---|---|---------------------|
| 25. Signature (Electronic Submission) | Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172 | Date 11/28/2012 |
| Title SENIOR PERMIT ANALYST | | |
| Approved by (Signature) | Name (Printed/Typed) Jerry Kenczka | Date MAY 21 2013 |
| Title Assistant Field Manager Lands & Mineral Resources | Office VERNAL FIELD OFFICE | |

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED

Additional Operator Remarks (see next page)

MAY 29 2013

Electronic Submission #161300 verified by the BLM Well Information System DIV. OF OIL, GAS & MINING
For BILL BARRETT CORPORATION, sent to the Vernal
Submitted to AFMSS for processing by JOHNETTA MAGEE on 12/04/2012 (13JM0837AE)

NOTICE OF APPROVAL

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

Additional Operator Remarks:

APD permit fees will be overnighted 11/28/2012.

Revisions to Operator-Submitted EC Data for APD #161300

| | Operator Submitted | BLM Revised (AFMSS) |
|---|---|---|
| Lease: | 1420H626420 | 1420H626420 |
| Agreement: | | |
| Operator: | BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303-293-9100 | BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 3033128546 |
| Admin Contact: | VENESSA LANGMACHER SENIOR PERMIT ANALYST 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303-312-8172 Fx: 303-291-0420 Cell: 720-402-7540 E-Mail: vlangmacher@billbarrettcorp.com | VENESSA LANGMACHER SENIOR PERMIT ANALYST 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303-312-8172 Fx: 303-291-0420 Cell: 720-402-7540 E-Mail: vlangmacher@billbarrettcorp.com |
| Tech Contact: | VENESSA LANGMACHER SENIOR PERMIT ANALYST 1099 18TH STREET SUITE 2300 DENVER, CO 80202 | VENESSA LANGMACHER SENIOR PERMIT ANALYST 1099 18TH STREET SUITE 2300 DENVER, CO 80202 |
| Well Name: Number: | 14-26D-37 BTR | 14-26D-37 BTR |
| Location: State: County: S/T/R: Surf Loc: | UT DUCHESNE Sec 26 T3S R7W Mer UBM SESW 446FSL 2603FWL 40.184803 N Lat, 110.643111 W Lon | UT DUCHESNE Sec 26 T3S R7W Mer UBM SESW 446FSL 2603FWL 40.184803 N Lat, 110.643111 W Lon |
| Field/Pool: | CEDAR RIM | CEDAR RIM |
| Bond: | LPM8874725 | LPM8874725 |

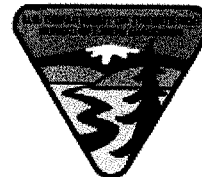


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

| | | | |
|----------|--------------------------|------------|----------------|
| Company: | Bill Barrett Corporation | Location: | Sec 27 T3S R7W |
| Well No: | 14-26D-37 BTR | Lease No: | 1420H626420 |
| API No: | 43-013-51805 | Agreement: | N/A |

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

| | |
|---|--|
| Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist) | - The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. |
| Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist) | - Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig. |
| Spud Notice (Notify BLM Petroleum Engineer) | - Twenty-Four (24) hours prior to spudding the well. |
| Casing String & Cementing (Notify BLM Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov . |
| BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice (Notify BLM Petroleum Engineer) | - Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road, pipeline route, and on the well pad itself.
- Insure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of the topsoil resource. If stored for a longer period of time then topsoil will be maintained to increase viability until the resource can be used for reclamation purposes only.
- All above ground production facilities will be painted Beetle Green on all locations to help blend in with the surrounding habitat, unless otherwise directed by the landowners or BLM AO.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources. This will be accomplished by staying on the approved acres of disturbance, and conforming to dust mitigation technology and doing interim reclamation practices on unused portions of the proposal.
- All dry washes will be diverted away from the actual well pad as discussed during the onsite investigation, and as agreed to by the landowners.
- Production equipment will be placed towards corner #7 to maximize interim reclamation acreage.
- Land owner requested to be called prior to construction of the well pad, to coordinate construction of a short road and a flat spot identified for the landowners RV use as agreed to on the onsite.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Road areas not being used and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the private landowner for seed mixes that work in the area. This is could also be included in the reclamation plan from BBC. Seeds must be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- A CBL shall be run from TD to TOC in the Production Casing.
- The minimum TOC for the 5.5 inch casing shall be 200 feet above the surface casing shoe.
- A properly lubricated diverter bowl with panic line will be used while drilling the hole for the surface casing.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of

each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise

the non-Federal or non-Indian land category, i.e., State or private.

- Unit agreement and/or participating area name and number, if applicable.
- Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.
- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given

before resumption of operations.

- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

| | | | | | |
|---|--|---|---|---|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 | | | |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626420 | | | |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: | | | |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: | | | |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 14-26D-37 BTR | | | |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0446 FSL 2603 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 03.0S Range: 07.0W Meridian: U | | 9. API NUMBER: 43013518050000 | | | |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: CEDAR RIM | | | |
| COUNTY: DUCHESNE | | STATE: UTAH | | | |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | | | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/29/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table> | | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> |
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| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; margin-top: 20px;"> BBC is hereby requesting a one year extension for APD </div> <div style="text-align: right; margin-top: 20px;"> Approved by the Utah Division of Oil, Gas and Mining Date: November 05, 2013 By: </div> | | | | | |
| NAME (PLEASE PRINT) Christina Hirtler | | PHONE NUMBER 303 312-8597 | | | |
| SIGNATURE N/A | | TITLE Administrative Assistant | | | |
| DATE 10/29/2013 | | | | | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013518050000

API: 43013518050000

Well Name: 14-26D-37 BTR

Location: 0446 FSL 2603 FWL QTR SESW SEC 26 TWP 030S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/29/2012


The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Christina Hirtler

Date: 10/29/2013

Title: Administrative Assistant Representing: BILL BARRETT CORP

| | | |
|--|--|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
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| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0446 FSL 2603 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 03.0S Range: 07.0W Meridian: U | | 9. API NUMBER: 43013518050000 |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: CEDAR RIM |
| COUNTY: DUCHESNE | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/29/2015 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC is submitting this sundry to request a one year extension for APD. | | |
| <p style="color: red; font-weight: bold;">Approved by the September 15, 2014 Oil, Gas and Mining</p> <p style="color: red; font-weight: bold;">Date: _____</p> <p style="color: red; font-weight: bold;">By: <u></u></p> | | |
| NAME (PLEASE PRINT) Christina Hirtler | | PHONE NUMBER 303 312-8597 |
| SIGNATURE N/A | | TITLE Administrative Assistant |
| DATE 9/11/2014 | | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013518050000

API: 43013518050000

Well Name: 14-26D-37 BTR

Location: 0446 FSL 2603 FWL QTR SESW SEC 26 TWP 030S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/29/2012

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Christina Hirtler

Date: 9/11/2014

Title: Administrative Assistant Representing: BILL BARRETT CORP

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

MAR 30 2015

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010**SUNDRY NOTICES AND REPORTS ON WELLS**
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

BLM

5. Lease Serial No.
1420H6264206. If Indian, Allottee or Tribe Name
UINTAH AND OURAY

7. If Unit or CA/Agreement, Name and/or No.

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other8. Well Name and No.
14-26D-37 BTR

2. Name of Operator

BILL BARRETT CORPORATION

Contact: BRADY RILEY

E-Mail: briley@billbarrettcorp.com

9. API Well No.

43-013-51805-00-X1

3a. Address

1099 18TH STREET SUITE 2300
DENVER, CO 80202

3b. Phone No. (include area code)

Ph: 303-312-8115

10. Field and Pool, or Exploratory
CEDAR RIM

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Sec 26 T3S R7W SESW 446FSL 2603FWL
40.184803 N Lat, 110.643111 W Lon

11. County or Parish, and State

DUCHESNE COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | | |
|--|---|---|--|---|
| <input checked="" type="checkbox"/> Notice of Intent | <input type="checkbox"/> Acidize | <input type="checkbox"/> Deepen | <input type="checkbox"/> Production (Start/Resume) | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Subsequent Report | <input type="checkbox"/> Alter Casing | <input type="checkbox"/> Fracture Treat | <input type="checkbox"/> Reclamation | <input type="checkbox"/> Well Integrity |
| <input type="checkbox"/> Final Abandonment Notice | <input type="checkbox"/> Casing Repair | <input type="checkbox"/> New Construction | <input type="checkbox"/> Recomplete | <input checked="" type="checkbox"/> Other |
| | <input type="checkbox"/> Change Plans | <input type="checkbox"/> Plug and Abandon | <input type="checkbox"/> Temporarily Abandon | Change to Original A |
| | <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Plug Back | <input type="checkbox"/> Water Disposal | PD |

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BBC is hereby requesting a two year extension until 5/20/2017 for this APD that expires on 05/20/2015.

APD 5/21/13

UEAA-2013-192EA

RECEIVED

APR 20 2015

CONDITIONS OF APPROVAL ATTACHED

DIV. OF OIL, GAS & MINING

| | |
|---------------------|------------|
| VERNAL FIELD OFFICE | |
| ENG. | APR 4/6/15 |
| GEOL. | |
| E.S. | |
| PET. | |
| RECL. | |

14. I hereby certify that the foregoing is true and correct.

Electronic Submission #296715 verified by the BLM Well Information System

For BILL BARRETT CORPORATION, sent to the Vernal

Committed to AFMSS for processing by JOHNETTA MAGEE on 04/01/2015 (15JM0578SE)

Name (Printed/Typed) BRADY RILEY

Title PERMIT ANALYST

Signature

(Electronic Submission)

Date 03/30/2015

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By

Title

Assistant Field Manager
Lands & Mineral Resources

APR 10 2015

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

VERNAL FIELD OFFICE

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ****

UDOGM

Revisions to Operator-Submitted EC Data for Sundry Notice #296715

| | Operator Submitted | BLM Revised (AFMSS) |
|----------------|--|---|
| Sundry Type: | OTHER NOI | APDCH NOI |
| Lease: | 1420H626420 | 1420H626420 |
| Agreement: | | |
| Operator: | BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303-293-9100 | BILL BARRETT CORPORATION 1099 18TH STREET SUITE 2300 DENVER, CO 80202 Ph: 303.312.8546 |
| Admin Contact: | BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115 | BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115 |
| Tech Contact: | BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115 | BRADY RILEY PERMIT ANALYST E-Mail: briley@billbarrettcorp.com Ph: 303-312-8115 |
| Location: | | |
| State: | UT | UT |
| County: | DUCHESNE | DUCHESNE |
| Field/Pool: | CEDAR RIM | CEDAR RIM |
| Well/Facility: | 14-26D-37 BTR Sec 26 T3S R7W Mer UBM SESW 446FSL 2603FWL 40.184803 N Lat, 110.643111 W Lon | 14-26D-37 BTR Sec 26 T3S R7W SESW 446FSL 2603FWL 40.184803 N Lat, 110.643111 W Lon |

CONDITIONS OF APPROVAL

Bill Barrett Corporation

Notice of Intent APD Extension

Lease: 1420H626420
Well: 14-26D-37 BTR
Location: SESW Sec 26-T3S-R7W

An extension for the referenced APD is granted with the following conditions:

1. The extension and APD shall expire on 05/21/2017.
2. No other extensions shall be granted.

If you have any other questions concerning this matter, please contact Robin L Hansen of this office at (435) 781-2777

| | | |
|--|---|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626420 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 14-26D-37 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0446 FSL 2603 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 03.0S Range: 07.0W Meridian: U | | 9. API NUMBER: 43013518050000 |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: CEDAR RIM |
| COUNTY: DUCHESNE | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/29/2016 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> BBC is hereby requesting a one year extension for this APD until 11/29/2016. </div> <div style="width: 35%; text-align: right;"> Approved by the October 01, 2015 Oil, Gas and Mining Date: _____ By: </div> </div> | | |
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 10/1/2015 | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013518050000

API: 43013518050000

Well Name: 14-26D-37 BTR

Location: 0446 FSL 2603 FWL QTR SESW SEC 26 TWP 030S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/29/2012

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Brady Riley

Date: 10/1/2015

Title: Permit Analyst **Representing:** BILL BARRETT CORP

| | | |
|--|--|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626420 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 14-26D-37 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0446 FSL 2603 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 26 Township: 03.0S Range: 07.0W Meridian: U | | 9. API NUMBER: 43013518050000 |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: CEDAR RIM |
| COUNTY: DUCHESNE | | STATE: UTAH |

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/29/2017 | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | | | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | | | |
| <input type="checkbox"/> DRILLING REPORT Report Date: | | | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 BBC hereby requests a one year extension to the subject APD until
 11/29/2017

Approved by the
 September 08, 2016
 Oil, Gas and Mining

Date: _____

By:

| | | |
|---|-------------------------------------|--------------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | DATE 9/7/2016 | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013518050000

API: 43013518050000

Well Name: 14-26D-37 BTR

Location: 0446 FSL 2603 FWL QTR SESW SEC 26 TWP 030S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/29/2012

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- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Brady Riley

Date: 9/7/2016

Title: Permit Analyst **Representing:** BILL BARRETT CORP

Effective Date: 11/1/2016

| FORMER OPERATOR: | NEW OPERATOR: |
|--|--|
| Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202 | Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087 |
| CA Number(s): | Unit(s): |

WELL INFORMATION:

| Well Name | Sec | TWN | RNG | API | Entity | Mineral | Surface | Type | Status |
|-------------------|-----|-----|-----|-----|--------|---------|---------|------|--------|
| See Attached List | | | | | | | | | |

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| Well Name | Sec | TWN | RNG | API Number | Entity | Mineral | Surface | Type | Status |
|---------------------|-----|------|------|------------|--------|---------|---------|------|--------|
| SWD 9-36 BTR | 9 | 030S | 060W | 4301350646 | 18077 | Indian | Fee | WD | A |
| 16-6D-46 BTR SWD | 6 | 040S | 060W | 4301350781 | 18327 | Indian | Fee | WD | A |
| 6-32-36 BTR SWD | 32 | 030S | 060W | 4301350921 | 18329 | Indian | Fee | WD | A |
| LC TRIBAL 8-26D-47 | 26 | 040S | 070W | 4301334024 | | Indian | Indian | OW | APD |
| 16-21D-37 BTR | 21 | 030S | 070W | 4301350758 | | Indian | Fee | OW | APD |
| 14-11D-37 BTR | 11 | 030S | 070W | 4301350862 | | Indian | Fee | OW | APD |
| 7-17D-46 BTR | 17 | 040S | 060W | 4301350883 | | Indian | Indian | OW | APD |
| 14-12D-37 BTR | 12 | 030S | 070W | 4301350894 | | Indian | Fee | OW | APD |
| 1-18D-36 BTR | 18 | 030S | 060W | 4301350922 | | Indian | Fee | OW | APD |
| 13-2D-45 BTR | 2 | 040S | 050W | 4301350931 | | Indian | Indian | OW | APD |
| 5H-16-46 BTR | 16 | 040S | 060W | 4301350992 | | Indian | Indian | OW | APD |
| 9H-17-45 BTR | 17 | 040S | 050W | 4301351098 | | Indian | Indian | OW | APD |
| 13H-8-46 BTR UB | 8 | 040S | 060W | 4301351124 | | Indian | Indian | OW | APD |
| 8H-9-46 BTR | 9 | 040S | 060W | 4301351140 | | Indian | Indian | OW | APD |
| LC TRIBAL 7-31D-37 | 31 | 030S | 070W | 4301351147 | | Indian | Fee | OW | APD |
| 14-16D-45 BTR | 16 | 040S | 050W | 4301351178 | | Indian | Indian | OW | APD |
| 16-19D-37 BTR | 19 | 030S | 070W | 4301351179 | | Indian | Fee | OW | APD |
| 6-2D-45 BTR | 2 | 040S | 050W | 4301351234 | | Indian | Indian | OW | APD |
| 2-2D-45 BTR | 2 | 040S | 050W | 4301351235 | | Indian | Indian | OW | APD |
| 10-26-35 BTR | 26 | 030S | 050W | 4301351248 | | Indian | Fee | OW | APD |
| LC TRIBAL 1H-33-46 | 33 | 040S | 060W | 4301351257 | | Indian | Fee | OW | APD |
| LC TRIBAL 9-25D-46 | 25 | 040S | 060W | 4301351276 | | Indian | Indian | OW | APD |
| LC TRIBAL 8H-30-45 | 30 | 040S | 050W | 4301351277 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-30-45 | 30 | 040S | 050W | 4301351279 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-30D-45 | 30 | 040S | 050W | 4301351282 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-36-46 | 36 | 040S | 060W | 4301351291 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-30-46 | 30 | 040S | 060W | 4301351321 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-31-46 | 31 | 040S | 060W | 4301351326 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-31D-46 | 31 | 040S | 060W | 4301351328 | | Indian | Indian | OW | APD |
| LC TRIBAL 5H-26-47 | 26 | 040S | 070W | 4301351337 | | Indian | Indian | OW | APD |
| LC TRIBAL 5H-19-45 | 20 | 040S | 050W | 4301351349 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-36D-47 | 36 | 040S | 070W | 4301351363 | | Indian | Indian | OW | APD |
| 15-4D-47 BTR | 4 | 040S | 070W | 4301351377 | | Indian | Fee | OW | APD |
| 16-23D-46 LC TRIBAL | 23 | 040S | 060W | 4301351396 | | Indian | Fee | OW | APD |
| 15-2D-36 BTR | 2 | 030S | 060W | 4301351419 | | Indian | Fee | OW | APD |
| 16-23D-37 BTR | 23 | 030S | 070W | 4301351420 | | Indian | Fee | OW | APD |
| 11-9D-47 BTR | 9 | 040S | 070W | 4301351422 | | Indian | Fee | OW | APD |
| 15-13D-47 BTR | 13 | 040S | 070W | 4301351424 | | Indian | Indian | OW | APD |
| LC TRIBAL 15-19D-46 | 19 | 040S | 060W | 4301351426 | | Indian | Indian | OW | APD |
| 16-13D-45 BTR | 13 | 040S | 050W | 4301351428 | | Indian | Indian | OW | APD |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------|----|------|------|------------|--|--------|--------|----|-----|
| 14-12D-45 BTR | 12 | 040S | 050W | 4301351444 | | Indian | Indian | OW | APD |
| 16-14D-45 BTR | 14 | 040S | 050W | 4301351445 | | Indian | Indian | OW | APD |
| 5-13D-45 BTR | 13 | 040S | 050W | 4301351446 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-26D-46 | 26 | 040S | 060W | 4301351450 | | Indian | State | OW | APD |
| LC TRIBAL 16-34D-46 | 34 | 040S | 060W | 4301351451 | | Indian | State | OW | APD |
| 16-12D-45 BTR | 12 | 040S | 050W | 4301351452 | | Indian | Indian | OW | APD |
| 8-12D-45 BTR | 12 | 040S | 050W | 4301351453 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-35D-46 | 35 | 040S | 060W | 4301351454 | | Indian | Fee | OW | APD |
| 16-25D-37 BTR | 25 | 030S | 070W | 4301351455 | | Indian | Fee | OW | APD |
| LC TRIBAL 13H-29-46 | 28 | 040S | 060W | 4301351462 | | Indian | Fee | OW | APD |
| LC TRIBAL 14-30D-37 | 30 | 030S | 070W | 4301351494 | | Indian | Fee | OW | APD |
| 7-13D-45 BTR | 13 | 040S | 050W | 4301351497 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-35-46 | 35 | 040S | 060W | 4301351515 | | Indian | Fee | OW | APD |
| LC TRIBAL 13H-19-46 | 19 | 040S | 060W | 4301351543 | | Indian | Indian | OW | APD |
| 16-26D-37 BTR | 26 | 030S | 070W | 4301351598 | | Indian | Fee | OW | APD |
| LC TRIBAL 16-31D-37 | 31 | 030S | 070W | 4301351610 | | Indian | Fee | OW | APD |
| 5-4-35 BTR | 4 | 030S | 050W | 4301351613 | | Indian | Fee | OW | APD |
| LC TRIBAL 16-31D-47 | 31 | 040S | 070W | 4301351616 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-31-47 | 31 | 040S | 070W | 4301351617 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-32D-47 | 32 | 040S | 070W | 4301351619 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-32-47 | 32 | 040S | 070W | 4301351620 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-32D-47 | 32 | 040S | 070W | 4301351624 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-32-47 | 32 | 040S | 070W | 4301351625 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-28D-47 | 28 | 040S | 070W | 4301351627 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-29-47 | 28 | 040S | 070W | 4301351628 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-28-47 | 28 | 040S | 070W | 4301351629 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-28D-47 | 28 | 040S | 070W | 4301351639 | | Indian | Indian | OW | APD |
| LC TRIBAL 1H-27-47 | 28 | 040S | 070W | 4301351640 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-28-47 | 28 | 040S | 070W | 4301351641 | | Indian | Indian | OW | APD |
| LC TRIBAL 7-25D-58 | 25 | 050S | 080W | 4301351643 | | Indian | Indian | OW | APD |
| LC TRIBAL 6-25D-58 | 25 | 050S | 080W | 4301351644 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-24-58 | 24 | 050S | 080W | 4301351645 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-24D-58 | 24 | 050S | 080W | 4301351646 | | Indian | Indian | OW | APD |
| LC Tribal 8-23D-46 | 23 | 040S | 060W | 4301351654 | | Indian | Fee | OW | APD |
| LC Tribal 16-35D-45 | 35 | 040S | 050W | 4301351656 | | Indian | Fee | OW | APD |
| LC Tribal 13H-35-45 | 35 | 040S | 050W | 4301351657 | | Indian | Fee | OW | APD |
| LC Tribal 16-36D-45 | 36 | 040S | 050W | 4301351658 | | Indian | Fee | OW | APD |
| LC Tribal 13H-36-45 | 36 | 040S | 050W | 4301351659 | | Indian | Fee | OW | APD |
| LC Tribal 5-36D-45 | 36 | 040S | 050W | 4301351661 | | Indian | Fee | OW | APD |
| LC Tribal 8-26D-46 | 26 | 040S | 060W | 4301351663 | | Indian | Fee | OW | APD |
| 3-29D-36 BTR | 29 | 030S | 060W | 4301351665 | | Indian | Fee | OW | APD |

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To: Rig II, LLC

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| LC Tribal 5-35D-45 | 35 | 040S | 050W | 4301351666 | Indian | Fee | OW | APD |
| LC Tribal 5-24D-46 | 24 | 040S | 060W | 4301351668 | Indian | Indian | OW | APD |
| LC TRIBAL 6-12D-58 | 12 | 050S | 080W | 4301351696 | Indian | Indian | OW | APD |
| LC TRIBAL 8-12D-58 | 12 | 050S | 080W | 4301351697 | Indian | Indian | OW | APD |
| LC TRIBAL 16H-22-47 | 21 | 040S | 070W | 4301351700 | Indian | Indian | OW | APD |
| 5-25D-37 BTR | 25 | 030S | 070W | 4301351803 | Indian | Fee | OW | APD |
| 8-3D-36 BTR | 3 | 030S | 060W | 4301351804 | Indian | Fee | OW | APD |
| 14-26D-37 BTR | 26 | 030S | 070W | 4301351805 | Indian | Fee | OW | APD |
| 9-4-35 BTR | 4 | 030S | 050W | 4301351806 | Indian | Fee | OW | APD |
| 11-4D-35 BTR | 4 | 030S | 050W | 4301351807 | Indian | Fee | OW | APD |
| 16-27D-37 BTR | 27 | 030S | 070W | 4301351808 | Indian | Fee | OW | APD |
| 14-27D-37 BTR | 27 | 030S | 070W | 4301351809 | Indian | Fee | OW | APD |
| 14-16D-46 BTR | 16 | 040S | 060W | 4301351812 | Indian | Indian | OW | APD |
| LC Tribal 16-35D-48 | 35 | 040S | 080W | 4301351847 | Indian | Indian | OW | APD |
| LC Tribal 13H-35-48 | 35 | 040S | 080W | 4301351848 | Indian | Indian | OW | APD |
| LC Tribal 13-2D-58 | 11 | 050S | 080W | 4301351850 | Indian | Indian | OW | APD |
| 5-13D-36 BTR | 13 | 030S | 060W | 4301351862 | Indian | Fee | OW | APD |
| 5-8D-36 BTR | 8 | 030S | 060W | 4301351871 | Indian | Fee | OW | APD |
| 16-1D-36 BTR | 1 | 030S | 060W | 4301351872 | Indian | Fee | OW | APD |
| 8-18D-46 BTR | 18 | 040S | 060W | 4301351897 | Indian | Fee | OW | APD |
| LC Tribal 5-36D-46 | 36 | 040S | 060W | 4301351905 | Indian | Indian | OW | APD |
| LC Tribal 5-26D-45 | 26 | 040S | 050W | 4301351907 | Indian | Indian | OW | APD |
| 14-13D-45 BTR | 13 | 040S | 050W | 4301351974 | Indian | Indian | OW | APD |
| 14-34D-46 DLB | 34 | 040S | 060W | 4301351975 | Indian | Fee | OW | APD |
| LC Tribal 5-21D-45 | 21 | 040S | 050W | 4301352001 | Indian | Indian | OW | APD |
| LC Tribal 8-22D-45 | 22 | 040S | 050W | 4301352002 | Indian | Indian | OW | APD |
| LC Tribal 8-25D-45 | 25 | 040S | 050W | 4301352007 | Indian | Indian | OW | APD |
| LC Tribal 16-25D-45 | 25 | 040S | 050W | 4301352008 | Indian | Indian | OW | APD |
| LC Tribal 16-22D-45 | 22 | 040S | 050W | 4301352009 | Indian | Indian | OW | APD |
| LC Tribal 16-26D-45 | 26 | 040S | 050W | 4301352010 | Indian | Indian | OW | APD |
| LC Tribal 14-31D-37 | 31 | 030S | 070W | 4301352016 | Indian | Fee | OW | APD |
| 5-12D-45 BTR | 12 | 040S | 050W | 4301352030 | Indian | Indian | OW | APD |
| LC Tribal 9-20D-45 | 20 | 040S | 050W | 4301352031 | Indian | Indian | OW | APD |
| LC Tribal 13-35D-47 | 35 | 040S | 070W | 4301352055 | Indian | Indian | OW | APD |
| LC Tribal 1-23D-47 | 23 | 040S | 070W | 4301352057 | Indian | Indian | OW | APD |
| 9-17D-46 BTR | 17 | 040S | 060W | 4301352059 | Indian | Indian | OW | APD |
| 11-18D-46 BTR | 18 | 040S | 060W | 4301352060 | Indian | Indian | OW | APD |
| 9-10D-47 BTR | 10 | 040S | 070W | 4301352092 | Indian | Fee | OW | APD |
| LC Tribal 1-17D-47 | 17 | 040S | 070W | 4301352096 | Indian | Fee | OW | APD |
| 7-35D-37 BTR | 35 | 030S | 070W | 4301352115 | Indian | Fee | OW | APD |
| 14-25D-37 BTR | 25 | 030S | 070W | 4301352116 | Indian | Fee | OW | APD |

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| LC Tribal 5-25-46 | 25 | 040S | 060W | 4301352126 | Indian | Indian | OW | APD |
| 8-33D-35 BTR | 33 | 030S | 050W | 4301352161 | Indian | Fee | OW | APD |
| 5-4D-36 BTR | 4 | 030S | 060W | 4301352175 | Indian | Fee | OW | APD |
| 7-4D-36 BTR | 4 | 030S | 060W | 4301352176 | Indian | Fee | OW | APD |
| LC Tribal 4-36D-47 | 36 | 040S | 070W | 4301352186 | Indian | Indian | OW | APD |
| LC Tribal 4-22D-46 | 22 | 040S | 060W | 4301352944 | Indian | Indian | OW | APD |
| LC Tribal 16-22D-46 | 22 | 040S | 060W | 4301352945 | Indian | Indian | OW | APD |
| LC Tribal 11-19D-46 | 19 | 040S | 060W | 4301352946 | Indian | Indian | OW | APD |
| LC Tribal 7-20D-45 | 20 | 040S | 050W | 4301352947 | Indian | Indian | OW | APD |
| 15-11D-35 BTR | 11 | 030S | 050W | 4301353056 | Indian | Fee | OW | APD |
| 13-11D-35 BTR | 11 | 030S | 050W | 4301353057 | Indian | Fee | OW | APD |
| BTR 16-36D-37 | 36 | 030S | 070W | 4301353059 | Indian | Fee | OW | APD |
| 4-29D-35 BTR | 30 | 030S | 050W | 4301353060 | Indian | Fee | OW | APD |
| 1-30D-35 BTR | 30 | 030S | 050W | 4301353061 | Fee | Fee | OW | APD |
| LC TRIBAL 3-23D-46 | 23 | 040S | 060W | 4301353066 | Indian | State | OW | APD |
| LC Tribal 14-23D-46 | 23 | 040S | 060W | 4301353067 | Indian | State | OW | APD |
| LC Tribal 13-25D-46 | 25 | 040S | 060W | 4301353068 | Indian | Indian | OW | APD |
| LC Tribal 14-26D-46 | 26 | 040S | 060W | 4301353069 | Indian | State | OW | APD |
| LC Tribal 5-26D-46 | 26 | 040S | 060W | 4301353070 | Indian | State | OW | APD |
| LC Tribal 11-35D-45 | 35 | 040S | 050W | 4301353071 | Indian | State | OW | APD |
| LC Tribal 7-35D-45 | 35 | 040S | 050W | 4301353072 | Indian | State | OW | APD |
| LC Tribal 3-35D-45 | 35 | 040S | 050W | 4301353075 | Indian | State | OW | APD |
| LC Tribal 14-36D-45 | 36 | 040S | 050W | 4301353076 | Indian | State | OW | APD |
| LC Tribal 13-36D-45 | 36 | 040S | 050W | 4301353077 | Indian | State | OW | APD |
| LC Tribal 10-36D-45 | 36 | 040S | 050W | 4301353078 | Indian | State | OW | APD |
| LC Tribal 8-36D-45 | 36 | 040S | 050W | 4301353079 | Indian | State | OW | APD |
| LC Tribal 6-36D-45 | 36 | 040S | 050W | 4301353080 | Indian | State | OW | APD |
| LC Tribal 1-34D-46 | 34 | 040S | 060W | 4301353081 | Indian | State | OW | APD |
| LC Tribal 9-27D-46 | 27 | 040S | 060W | 4301353082 | Indian | State | OW | APD |
| LC Tribal 13-35D-45 | 35 | 040S | 050W | 4301353083 | Indian | State | OW | APD |
| LC Tribal 8-35D-45 | 35 | 040S | 050W | 4301353084 | Indian | State | OW | APD |
| LC Tribal 15-35D-45 | 35 | 040S | 050W | 4301353085 | Indian | State | OW | APD |
| LC Tribal 12-25D-45 | 25 | 040S | 050W | 4301353122 | Indian | Indian | OW | APD |
| LC Tribal 14-25D-45 | 25 | 040S | 050W | 4301353123 | Indian | Indian | OW | APD |
| LC Tribal 10-25D-45 | 25 | 040S | 050W | 4301353124 | Indian | Indian | OW | APD |
| LC Tribal 11-26-45 | 26 | 040S | 050W | 4301353125 | Indian | Indian | OW | APD |
| LC Tribal 13-26D-45 | 26 | 040S | 050W | 4301353126 | Indian | Indian | OW | APD |
| LC Tribal 7-31D-46 | 31 | 040S | 060W | 4301353127 | Indian | Indian | OW | APD |
| LC Tribal 7-19D-45 | 19 | 040S | 050W | 4301353128 | Indian | Indian | OW | APD |
| LC Tribal 5-19D-45 | 19 | 040S | 050W | 4301353130 | Indian | Indian | OW | APD |
| LC Tribal 7-25D-46 | 25 | 040S | 060W | 4301353132 | Indian | Indian | OW | APD |

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Effective 11/1/2016

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| LC Tribal 7-24D-46 | 24 | 040S | 060W | 4301353134 | | Indian | Indian | OW | APD |
| LC Tribal 14-31D-46 | 31 | 040S | 060W | 4301353135 | | Indian | Indian | OW | APD |
| LC Tribal 14-30D-46 | 30 | 040S | 060W | 4301353136 | | Indian | Indian | OW | APD |
| 13-4-35 BTR SWD | 4 | 030S | 050W | 4301353293 | | Fee | Fee | OW | APD |
| LC FEE 14-26D-47 | 26 | 040S | 070W | 4301353294 | | Fee | Indian | OW | APD |
| LC Fee 5-25D-47 | 25 | 040S | 070W | 4301353295 | | Fee | Indian | OW | APD |
| 7-35-46 LC SWD | 35 | 040S | 060W | 4301353296 | | Fee | Fee | OW | APD |
| LC Fee 1H-33-47 | 32 | 040S | 070W | 4301353309 | | Fee | Indian | OW | APD |
| LC FEE 14-2D-58 | 2 | 050S | 080W | 4301353312 | | Fee | Indian | OW | APD |
| LC FEE 13H-21-47 | 21 | 040S | 070W | 4301353313 | | Fee | Indian | OW | APD |
| LC Fee 16-21D-47 | 21 | 040S | 070W | 4301353326 | | Fee | Indian | OW | APD |
| 16-7D-46 BTR | 7 | 040S | 060W | 4301353328 | | Fee | Indian | OW | APD |
| LC Fee 15-26D-47 | 26 | 040S | 070W | 4301353331 | | Fee | Indian | OW | APD |
| LC Fee 4-24D-47 | 23 | 040S | 070W | 4301353332 | | Fee | Indian | OW | APD |
| LC Fee 5-34D-47 | 34 | 040S | 070W | 4301353333 | | Fee | Indian | OW | APD |
| LC Fee 5-35D-47 | 35 | 040S | 070W | 4301353334 | | Fee | Indian | OW | APD |
| 13-34D-47 LC Fee | 34 | 040S | 070W | 4301353337 | | Fee | Indian | OW | APD |
| 14-35D-35 BTR | 35 | 030S | 050W | 4301352120 | | Fee | Fee | OW | DRL |
| 6-17D-46 BTR | 17 | 040S | 060W | 4301351078 | | Indian | Indian | OW | OPS |
| 5-34D-35 BTR | 34 | 030S | 050W | 4301351187 | | Indian | Fee | OW | OPS |
| 5-10D-45 BTR | 10 | 040S | 050W | 4301351221 | | Indian | Indian | OW | OPS |
| 5-3D-45 BTR | 3 | 040S | 050W | 4301351810 | | Indian | Indian | OW | OPS |
| 9-34D-35 BTR | 34 | 030S | 050W | 4301352117 | | Fee | Fee | OW | OPS |
| 5-35D-35 BTR | 35 | 030S | 050W | 4301352118 | | Fee | Fee | OW | OPS |
| 1-2D-46 BTR | 2 | 040S | 060W | 4301353086 | | Indian | Fee | OW | OPS |
| 7-21-46 DLB | 21 | 040S | 060W | 4301333567 | 16526 | Indian | Indian | OW | P |
| LC TRIBAL 1H-27-46 | 27 | 040S | 060W | 4301333568 | 18175 | Indian | Fee | GW | P |
| 7-29-46 DLB | 29 | 040S | 060W | 4301333584 | 17603 | Indian | Fee | GW | P |
| LC TRIBAL 12H-28-46 | 28 | 040S | 060W | 4301333631 | 18132 | Indian | Indian | GW | P |
| LC TRIBAL 13H-21-46 | 21 | 040S | 060W | 4301333632 | 18107 | Indian | Indian | GW | P |
| 12-36-36 BTR | 36 | 030S | 060W | 4301333638 | 16336 | Indian | Fee | GW | P |
| 5-5-46 BTR | 5 | 040S | 060W | 4301333639 | 16542 | Indian | Fee | OW | P |
| 5-23-36 BTR | 23 | 030S | 060W | 4301333642 | 16675 | Indian | Fee | GW | P |
| 14-29-36 BTR | 29 | 030S | 060W | 4301333643 | 16725 | Indian | Fee | OW | P |
| 14-30-36 BTR | 30 | 030S | 060W | 4301333644 | 16701 | Indian | Fee | GW | P |
| 7-20-46 DLB | 20 | 040S | 060W | 4301333657 | 16584 | Indian | Indian | OW | P |
| LC TRIBAL 5-21D-46 | 21 | 040S | 060W | 4301333658 | 18887 | Indian | Indian | OW | P |
| 5-20-46 DLB | 20 | 040S | 060W | 4301333659 | 18750 | Indian | Indian | GW | P |
| LC TRIBAL 13H-20-46 | 20 | 040S | 060W | 4301333678 | 17979 | Indian | Indian | GW | P |
| 14-7-46 BTR | 7 | 040S | 060W | 4301333806 | 16890 | Indian | Indian | GW | P |
| 7-8-45 BTR | 8 | 040S | 050W | 4301333820 | 16974 | Indian | Indian | OW | P |

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Effective 11/1/2016

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| 1-5-45 BTR | 5 | 040S | 050W | 4301333868 | 16931 | Indian | Indian | OW | P |
| 5-16-36 BTR | 16 | 030S | 060W | 4301333970 | 17195 | Indian | Fee | OW | P |
| 5-29-36 BTR | 29 | 030S | 060W | 4301333972 | 17557 | Indian | Fee | OW | P |
| 4-30-36 BTR | 30 | 030S | 060W | 4301333973 | 17249 | Indian | Fee | OW | P |
| 7-19-46 DLB | 19 | 040S | 060W | 4301334004 | 19018 | Indian | Indian | OW | P |
| 5-25-36 BTR | 25 | 030S | 060W | 4301334021 | 17126 | Fee | Fee | OW | P |
| 5-4-45 BTR | 4 | 040S | 050W | 4301334089 | 17507 | Indian | Indian | OW | P |
| 13-2-46 BTR | 2 | 040S | 060W | 4301334090 | 18618 | Indian | Indian | OW | P |
| 2-3-45 BTR | 3 | 040S | 050W | 4301334099 | 17932 | Indian | Indian | OW | P |
| 7-6-45 BTR | 6 | 040S | 050W | 4301334100 | 17653 | Indian | Indian | OW | P |
| 1-9-45 BTR | 9 | 040S | 050W | 4301334101 | 17910 | Indian | Indian | OW | P |
| 8-10-45 BTR | 10 | 040S | 050W | 4301334102 | 17530 | Indian | Indian | OW | P |
| 7-17-45 BTR | 17 | 040S | 050W | 4301334104 | 17933 | Indian | Indian | OW | P |
| 16-7-45 BTR | 7 | 040S | 050W | 4301334111 | 17665 | Indian | Indian | OW | P |
| 15-18-45 BTR | 18 | 040S | 050W | 4301334112 | 17832 | Indian | Indian | OW | P |
| 6-12-46 BTR | 12 | 040S | 060W | 4301334114 | 17964 | Indian | Indian | OW | P |
| 5-13-46 BTR | 13 | 040S | 060W | 4301334115 | 17833 | Indian | Indian | OW | P |
| 16-26-36 BTR | 26 | 030S | 060W | 4301334132 | 18028 | Indian | Fee | OW | P |
| 1-23-36 BTR | 23 | 030S | 060W | 4301334136 | 17722 | Indian | Fee | OW | P |
| 15-10-36 BTR | 10 | 030S | 060W | 4301334277 | 17419 | Indian | Fee | OW | P |
| 14-5-46 BTR | 5 | 040S | 060W | 4301350307 | 17624 | Fee | Fee | OW | P |
| 14X-22-46 DLB | 22 | 040S | 060W | 4301350351 | 17604 | Indian | Indian | OW | P |
| 16-13-36 BTR | 13 | 030S | 060W | 4301350372 | 17853 | Indian | Fee | OW | P |
| 5-33-46 DLB | 33 | 040S | 060W | 4301350397 | 17765 | Indian | Fee | OW | P |
| 5-34-46 DLB | 34 | 040S | 060W | 4301350415 | 17801 | Indian | State | GW | P |
| LC FEE 12H-32-46 | 32 | 040S | 060W | 4301350431 | 18003 | Fee | Fee | OW | P |
| 1-13D-47 BTR | 13 | 040S | 070W | 4301350445 | 18205 | Indian | Fee | OW | P |
| 16-8D-45 BTR | 8 | 040S | 050W | 4301350466 | 18799 | Indian | Indian | OW | P |
| 7-13D-46 BTR | 13 | 040S | 060W | 4301350470 | 18076 | Indian | Indian | OW | P |
| 14-8D-45 BTR | 8 | 040S | 050W | 4301350567 | 18207 | Indian | Indian | OW | P |
| 14-5D-45 BTR | 5 | 040S | 050W | 4301350568 | 18108 | Indian | Indian | OW | P |
| 16-31D-36 BTR | 31 | 030S | 060W | 4301350573 | 18004 | Indian | Fee | OW | P |
| 5-7D-46 BTR | 7 | 040S | 060W | 4301350574 | 18176 | Indian | Indian | OW | P |
| LC TRIBAL 13H-33-46 | 34 | 040S | 060W | 4301350575 | 18223 | Indian | State | OW | P |
| 5-8-45 BTR | 8 | 040S | 050W | 4301350607 | 18279 | Indian | Indian | OW | P |
| 16-6D-45 BTR | 6 | 040S | 050W | 4301350610 | 18177 | Indian | Indian | OW | P |
| 5-18D-45 BTR | 18 | 040S | 050W | 4301350611 | 18300 | Indian | Indian | OW | P |
| 7-26-37 BTR | 26 | 030S | 070W | 4301350641 | 18131 | Indian | Fee | OW | P |
| 3-11D-36 BTR | 11 | 030S | 060W | 4301350642 | 18299 | Indian | Fee | OW | P |
| 16-1D-46 BTR | 1 | 040S | 060W | 4301350675 | 18525 | Indian | Indian | OW | P |
| 14-3-45 BTR | 3 | 040S | 050W | 4301350676 | 18363 | Indian | Indian | OW | P |

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| 4-17D-45 BTR | 17 | 040S | 050W | 4301350687 | 18517 | Indian | Indian | OW | P |
| 5-6D-45 BTR | 6 | 040S | 050W | 4301350688 | 18726 | Indian | Indian | OW | P |
| 7-7D-45 BTR | 7 | 040S | 050W | 4301350689 | 18380 | Indian | Indian | OW | P |
| 14-10D-45 BTR | 10 | 040S | 050W | 4301350754 | 18447 | Indian | Indian | OW | P |
| 14-9D-45 BTR | 9 | 040S | 050W | 4301350755 | 18379 | Indian | Indian | OW | P |
| 13-16D-36 BTR | 16 | 030S | 060W | 4301350757 | 18206 | Indian | State | OW | P |
| 5-9D-36 BTR | 9 | 030S | 060W | 4301350843 | 18381 | Indian | Fee | OW | P |
| 16-5D-46 BTR | 5 | 040S | 060W | 4301350844 | 18280 | Fee | Fee | OW | P |
| 5-27D-37 BTR | 27 | 030S | 070W | 4301350847 | 18526 | Indian | Fee | OW | P |
| 7-4D-45 BTR | 4 | 040S | 050W | 4301350884 | 18562 | Indian | Indian | OW | P |
| 2-16D-45 BTR | 16 | 040S | 050W | 4301350899 | 18619 | Indian | Indian | OW | P |
| 16-10D-45 BTR | 10 | 040S | 050W | 4301350902 | 18725 | Indian | Indian | OW | P |
| 5-2D-36 BTR | 2 | 030S | 060W | 4301350913 | 18886 | Indian | Fee | OW | P |
| 13H-27-36 BTR | 27 | 030S | 060W | 4301350918 | 18445 | Indian | State | OW | P |
| 8-16D-46 BTR | 16 | 040S | 060W | 4301350953 | 19027 | Indian | Indian | OW | P |
| 16-16D-46 BTR | 16 | 040S | 060W | 4301350956 | 19028 | Indian | Indian | OW | P |
| 16-9D-45 BTR | 9 | 040S | 050W | 4301350962 | 18662 | Indian | Indian | OW | P |
| 14-31D-36 BTR | 31 | 030S | 060W | 4301350973 | 18524 | Indian | Fee | OW | P |
| 5-10D-36 BTR | 10 | 030S | 060W | 4301350978 | 18989 | Indian | Fee | OW | P |
| 1-32D-36 BTR | 32 | 030S | 060W | 4301350979 | 18648 | Indian | Fee | OW | P |
| 16-12D-36 BTR | 12 | 030S | 060W | 4301350980 | 18748 | Indian | Fee | OW | P |
| 2-18D-45 BTR | 18 | 040S | 050W | 4301350991 | 18776 | Indian | Indian | OW | P |
| 3-1-46 BTR | 1 | 040S | 060W | 4301351017 | 18777 | Indian | Fee | OW | P |
| 10-5-45 BTR | 5 | 040S | 050W | 4301351062 | 18724 | Indian | Indian | OW | P |
| 12-4D-45 BTR | 4 | 040S | 050W | 4301351063 | 18813 | Indian | Indian | OW | P |
| 1-10D-45 BTR | 10 | 040S | 050W | 4301351064 | 18966 | Indian | Indian | OW | P |
| 16-2D-46 BTR | 2 | 040S | 060W | 4301351079 | 18830 | Indian | Indian | OW | P |
| 9H-4-45 BTR | 4 | 040S | 050W | 4301351092 | 18814 | Indian | Indian | OW | P |
| 12-17-45 BTR | 17 | 040S | 050W | 4301351097 | 18984 | Indian | Indian | OW | P |
| 5-9D-46 BTR | 9 | 040S | 060W | 4301351109 | 19313 | Indian | Fee | OW | P |
| 14-9D-36 BTR | 9 | 030S | 060W | 4301351144 | 19004 | Indian | Fee | OW | P |
| 5-31D-36 BTR | 31 | 030S | 060W | 4301351146 | 18691 | Indian | Fee | OW | P |
| 4-9D-45 BTR | 9 | 040S | 050W | 4301351157 | 18883 | Indian | Indian | OW | P |
| 8-12D-46 BTR | 12 | 040S | 060W | 4301351159 | 18911 | Indian | Indian | OW | P |
| LC TRIBAL 16-23D-47 | 23 | 040S | 070W | 4301351180 | 18617 | Indian | Indian | OW | P |
| 14-7D-45 BTR | 7 | 040S | 050W | 4301351222 | 18949 | Indian | Indian | OW | P |
| 5-16D-45 BTR | 16 | 040S | 050W | 4301351223 | 18987 | Indian | Indian | OW | P |
| 4-5D-45 BTR | 5 | 040S | 050W | 4301351242 | 18882 | Indian | Indian | OW | P |
| LC TRIBAL 16H-19-45 | 19 | 040S | 050W | 4301351278 | 18627 | Indian | Indian | OW | P |
| LC TRIBAL 13-19D-45 | 19 | 040S | 050W | 4301351280 | 18628 | Indian | Indian | OW | P |
| LC TRIBAL 5-30D-45 | 30 | 040S | 050W | 4301351281 | 19448 | Indian | Indian | OW | P |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------|----|------|------|------------|-------|--------|--------|----|----|
| LC TRIBAL 15-24D-46 | 24 | 040S | 060W | 4301351283 | 18626 | Indian | Indian | OW | P |
| LC TRIBAL 13H-24-46 | 19 | 040S | 050W | 4301351289 | 18629 | Indian | Indian | OW | P |
| 7-16-47 BTR | 16 | 040S | 070W | 4301351296 | 18950 | Indian | Fee | OW | P |
| 14-18D-45 BTR | 18 | 040S | 050W | 4301351313 | 19005 | Indian | Indian | OW | P |
| LC TRIBAL 16-30D-46 | 30 | 040S | 060W | 4301351320 | 19006 | Indian | Indian | OW | P |
| LC TRIBAL 5-20D-45 | 20 | 040S | 050W | 4301351331 | 19449 | Indian | Indian | OW | P |
| 11-8D-46 BTR | 8 | 040S | 060W | 4301351336 | 19314 | Indian | Indian | OW | P |
| 5-7D-45 BTR | 7 | 040S | 050W | 4301351350 | 18951 | Indian | Indian | OW | P |
| 7-5-35 BTR | 5 | 030S | 050W | 4301351599 | 19078 | Indian | Fee | OW | P |
| 13-5D-35 BTR | 5 | 030S | 050W | 4301351600 | 18996 | Indian | Fee | OW | P |
| 11-5D-35 BTR | 5 | 030S | 050W | 4301351601 | 19061 | Fee | Fee | OW | P |
| 15-5D-35 BTR | 5 | 030S | 050W | 4301351602 | 19062 | Fee | Fee | OW | P |
| 9-5D-35 BTR | 5 | 030S | 050W | 4301351609 | 19029 | Indian | Fee | OW | P |
| 3-5D-35 BTR | 5 | 030S | 050W | 4301351638 | 19079 | Indian | Fee | OW | P |
| 7-8-46 BTR | 8 | 040S | 060W | 4301351702 | 19315 | Indian | Indian | OW | P |
| 7-30-46 DLB | 30 | 040S | 060W | 4301351703 | 18997 | Fee | Indian | OW | P |
| 3-13D-46 BTR | 13 | 040S | 060W | 4301351718 | 18881 | Indian | Indian | OW | P |
| 2-13D-46 BTR | 13 | 040S | 060W | 4301351719 | 18885 | Indian | Indian | OW | P |
| 12-12D-46 BTR | 12 | 040S | 060W | 4301351720 | 18867 | Indian | Indian | OW | P |
| 10-12D-46 BTR | 12 | 040S | 060W | 4301351721 | 18856 | Indian | Indian | OW | P |
| 11-11D-47 BTR | 11 | 040S | 070W | 4301352091 | 19633 | Fee | Fee | OW | P |
| 7-12D-47 BTR | 12 | 040S | 070W | 4301352094 | 19600 | Indian | Fee | OW | P |
| 5-12D-47 BTR | 12 | 040S | 070W | 4301352095 | 19634 | Indian | Fee | OW | P |
| 14-33D-35 BTR | 33 | 030S | 050W | 4301352162 | 19450 | Indian | Fee | OW | P |
| 16-33D-35 BTR | 33 | 030S | 050W | 4301352163 | 19451 | Indian | Fee | OW | P |
| 14-22-46 DLB | 22 | 040S | 060W | 4301333660 | 17604 | Indian | Indian | D | PA |
| 13H-31-36 BTR | 31 | 030S | 060W | 4301350465 | 18485 | Indian | Fee | OW | PA |
| 16X-23D-36 BTR | 23 | 030S | 060W | 4301350623 | 18007 | Indian | State | OW | PA |
| 8-6-45 BTR | 6 | 040S | 050W | 4301350900 | 18561 | Indian | Indian | OW | PA |
| 13-13-36 BTR | 13 | 030S | 060W | 4301350919 | 18364 | Indian | Fee | OW | PA |
| 7-28-46 DLB | 28 | 040S | 060W | 4301333569 | 16460 | Indian | Indian | OW | S |
| 5-21-36 BTR | 21 | 030S | 060W | 4301333641 | 16674 | Indian | Fee | GW | S |
| 13-26-36 BTR | 26 | 030S | 060W | 4301333980 | 17569 | Indian | Fee | OW | S |
| 14-1-46 BTR | 1 | 040S | 060W | 4301334113 | 18516 | Indian | Indian | OW | S |
| 16-21-36 BTR | 21 | 030S | 060W | 4301334130 | 17721 | Indian | Fee | OW | S |
| 14-21-36 BTR | 21 | 030S | 060W | 4301334131 | 18006 | Indian | Fee | OW | S |
| 7-16-36 BTR | 16 | 030S | 060W | 4301334133 | 17834 | Indian | Fee | OW | S |
| 1-30-36 BTR | 30 | 030S | 060W | 4301334134 | 17905 | Indian | Fee | OW | S |
| 16-30-36 BTR | 30 | 030S | 060W | 4301334135 | 18005 | Indian | Fee | OW | S |
| 3-23-36 BTR | 23 | 030S | 060W | 4301334137 | 17860 | Indian | Fee | OW | S |
| 16-16-36 BTR | 16 | 030S | 060W | 4301334138 | 17666 | Indian | Fee | OW | S |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------------|----|------|------|------------|-------|--------|--------|----|----|
| 4-26-36 BTR | 26 | 030S | 060W | 4301334139 | 17620 | Fee | Fee | OW | S |
| 9-11-36 BTR | 11 | 030S | 060W | 4301334276 | 17451 | Indian | Fee | OW | S |
| 3-36-36 BTR | 36 | 030S | 060W | 4301350398 | 17955 | Indian | Fee | OW | S |
| 7-10-36 BTR | 10 | 030S | 060W | 4301350437 | 18052 | Indian | Fee | OW | S |
| 16-12D-46 BTR | 12 | 040S | 060W | 4301350467 | 18051 | Indian | Indian | OW | S |
| 13H-13-46 BTR | 13 | 040S | 060W | 4301350468 | 18208 | Indian | Indian | OW | S |
| 13-12-46 BTR | 12 | 040S | 060W | 4301350469 | 18233 | Indian | Indian | OW | S |
| 14-8D-36 BTR | 8 | 030S | 060W | 4301350612 | 18163 | Indian | Fee | OW | S |
| 14-7D-36 BTR | 7 | 030S | 060W | 4301350613 | 18330 | Indian | Fee | OW | S |
| 16-9-36 BTR | 9 | 030S | 060W | 4301350645 | 18078 | Indian | Fee | OW | S |
| 7-27-37 BTR | 27 | 030S | 070W | 4301350647 | 18090 | Indian | Fee | OW | S |
| 16-12D-37 BTR | 12 | 030S | 070W | 4301350785 | 18446 | Indian | Fee | OW | S |
| 14-21D-37 BTR | 21 | 030S | 070W | 4301350859 | 18548 | Indian | Fee | OW | S |
| 10-18D-36 BTR | 18 | 030S | 060W | 4301350915 | 18884 | Indian | Fee | OW | S |
| 5-27D-36 | 27 | 030S | 060W | 4301350917 | 18482 | Indian | State | OW | S |
| 10-36D-36 BTR | 36 | 030S | 060W | 4301351005 | 18523 | Indian | Fee | OW | S |
| 14-6D-45 BTR | 6 | 040S | 050W | 4301351158 | 18967 | Indian | Indian | OW | S |
| 5H-1-46 BTR UTELAND BUTTE | 6 | 040S | 050W | 4301351215 | 18728 | Indian | Indian | OW | S |
| 5H-1-46 BTR WASATCH | 6 | 040S | 050W | 4301351216 | 18727 | Indian | Indian | OW | S |
| 1-25D-36 BTR | 25 | 030S | 060W | 4301351294 | 18798 | Indian | Fee | OW | S |
| 5-5D-35 BTR | 5 | 030S | 050W | 4301351605 | 19055 | Indian | Fee | OW | S |
| 16-23-36 BTR | 23 | 030S | 060W | 4301333971 | 17182 | Indian | Fee | OW | TA |
| LC TRIBAL 14-23D-47 | 23 | 040S | 070W | 4301334022 | 18616 | Indian | Indian | OW | TA |
| 5-32D-36 BTR | 32 | 030S | 060W | 4301350756 | 18328 | Indian | Fee | OW | TA |



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

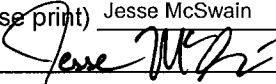
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

| | |
|---|---|
| Well name: | (See attached list) |
| API number: | |
| Location: | Qtr-Qtr: Section: Township: Range: |
| Company that filed original application: | Bill Barrett Corporation |
| Date original permit was issued: | |
| Company that permit was issued to: | Bill Barrett Corporation |

| Check one | Desired Action: |
|-------------------------------------|---|
| | |
| | Transfer pending (unapproved) Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application. |
| <input checked="" type="checkbox"/> | Transfer approved Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. |

| Following is a checklist of some items related to the application, which should be verified. | Yes | No |
|---|-------------------------------------|-------------------------------------|
| If located on private land, has the ownership changed? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| <input type="checkbox"/> If so, has the surface agreement been updated? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Has the approved source of water for drilling changed? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-LUDGM / UTB000712-BLM / LPM9224670-BIA</small> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

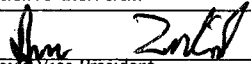
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

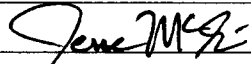
| | |
|--|---|
| Well Name and Number 6-32-36 BTR SWD | API Number 4301350921 |
| Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH | Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

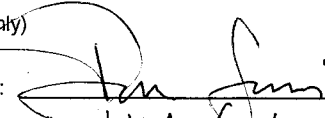
CURRENT OPERATOR

| | |
|---|---|
| Company: <u>BILL BARRETT CORPORATION</u> | Name: <u>Duane Zavadii</u> |
| Address: <u>1099 18th Street Ste 2300</u> | Signature: <u></u> |
| city <u>DENVER</u> state <u>CO</u> zip <u>80202</u> | Title: <u>Senior Vice President -</u> |
| Phone: <u>(303) 293-9100</u> | Title: <u>EH&S, Government and Regulatory Affairs</u> |
| Comments: | Date: <u>10/20/16</u> |

NEW OPERATOR

| | |
|---|---|
| Company: <u>RIG II, LLC</u> | Name: <u>Jesse McSwain</u> |
| Address: <u>1582 West 2600 South</u> | Signature: <u></u> |
| city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u> | Title: <u>Manager</u> |
| Phone: <u>(801) 683-4245</u> | Date: <u>10/20/16</u> |
| Comments: | |

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

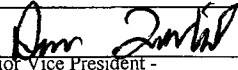
TRANSFER OF AUTHORITY TO INJECT

| | |
|--|--|
| Well Name and Number 16-6D-46 BTR SWD | API Number 4301350781 |
| Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH | Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

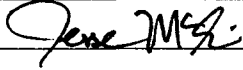
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadii
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

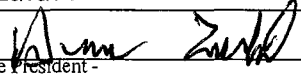
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

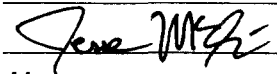
| | |
|---|---|
| Well Name and Number SWD 9-36 BTR | API Number 4301350646 |
| Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH | Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

| | |
|---|---|
| Company: <u>BILL BARRETT CORPORATION</u> | Name: <u>Duane Zavadi</u> |
| Address: <u>1099 18th Street Ste 2300</u> | Signature: <u></u> |
| city <u>DENVER</u> state <u>CO</u> zip <u>80202</u> | Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u> |
| Phone: <u>(303) 293-9100</u> | Date: <u>10/20/16</u> |
| Comments: | |

NEW OPERATOR

| | |
|---|--|
| Company: <u>RIG II, LLC</u> | Name: <u>Jesse McSwain</u> |
| Address: <u>1582 West 2600 South</u> | Signature: <u></u> |
| city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u> | Title: <u>Manager</u> |
| Phone: <u>(801) 683-4245</u> | Date: <u>10/20/16</u> |
| Comments: | |

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*